MARVEL

SPIDER-MAN®

MILLAR • DODSON • CHO

SPIDER-MAN

ULTIMATE COLLECTION

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MARVEL KNIGHTS SPIDER-MAN #1
TERRY DODSON, RACHEL DODSON & BRIAN HABERLIN

HEY, YOU SEE THAT *LEGALLY BLONDE 2* YET?

NAH, THAT'S A *CHICK-FLICK*, RIGHT? I DON'T *WATCH* CHICK-FLICKS.

MAN, THAT AIN'T NO CHICK-FLICK. I THOUGHT I WAS GONNA *DIE* LAUGHING AT THAT LAST NIGHT. I GOTTA GIVE YOU THE DVD BEFORE WE TAKE IT BACK TO THE STORE, MAN.

AH, I NEVER GOT *INTO* THE WHOLE DVD THING.

YOU *SERIOUS?*

'COURSE I'M SERIOUS.

WHY THE HECK SHOULD YOU PAY AN EXTRA *TEN BUCKS* FOR A MOVIE THAT COST HALF AS MUCH TO *PACK* AND HALF AS MUCH TO *SHIP* AS AN OLD VHS TAPE, MAN?

I DUNNO. *PICTURE* QUALITY? *EXTRAS?*

DON'T TALK TO ME ABOUT *EXTRAS*-- YOU REALLY THINK I NEED A VOICE-OVER FROM SOME HOLLYWOOD COKE-HEAD TELLING US WHAT HE *REALLY* MEANT THE MOVIE TO BE ABOUT?

DVD'S GOTTA BE THE BIGGEST SCAM SINCE THEY TOLD US ALL TO MAKE THE SWITCH FROM *VINYL* TO *COMPACT DISCS*, MAN. THERE'S GONNA BE A *BACKLASH* HERE. I CAN *SMELL* IT.

AH, THE ONLY THING YOU CAN SMELL IS YESTERDAY'S *CALZONE*, BUDDY. YOU EVER THINK TO EMPTY THE *TRASH* BEFORE YOU LOCK UP AT NIGHT?

DOWN AMONG THE DEAD MEN

PART ONE OF FOUR

BEAUTIFUL.

YOU GONNA HAVE TO CALL THE *COPS* AGAIN, MARIO. WE GOT ANOTHER *PSYCHO* SLEEPIN' IN THE TRASH...

WHAT'S HE SAYING? HE TRYING TO *TALK* UNDER THAT MASK?

AH, WHO CARES? I THINK HE'S *MUMBLING* SOMETHING, BUT HE'S TOTALLY OUT OF IT, MAN. YOU'D BETTER NOT TOUCH HIM IN CASE HE'S SOME KINDA *JUNKIE.*

GET BACK IN THE *STORE.* CLOSE THE *DOORS...*

WHAT?

I THINK HE'S TRYING TO *WARN* YOU ABOUT SOMETHING...

GO!

For a fraction of a second, I wonder what *NORMAL* people do on Sunday mornings.

BIG, DEEP BREATH, PARKER...

Are they blinking at their radio-alarms? Are they nuzzling into their wives? Are they having their ribs broken by some old friend of the family dressed up in a rubber costume?

Or is that just *ME?*

Four hours ago, this lunatic friend of the family was holding eighteen people hostage in a church and promising to *GAS* them unless his demands were met.

But he didn't want *MONEY*. Cash would be too *OBVIOUS* for a crowd-pleaser like the

GREEN GOBLIN.

GAH!

Likewise, *DRUGS*, *HELICOPTERS* and *SOUTH AMERICAN PASSPORTS*...

What he *WANTED* was me on live television, sticking a *STEAK-KNIFE* in my stomach and forfeiting my guts for the benefit of the *GREAT AMERICAN PUBLIC*.

Gareth is a Bear

Naturally, I didn't *COMPLY* and, well...

We've been breaking each other's bones ever since.

FREE

STRIKE!

WHO'S YOUR DADDY NOW, MISTER OSBORN?

HRAGGH!

WHO'S YOUR DADDY NOW, HUH?

So much for this *TRUCE* we were supposed to have going. So much for this *STALEMATE* we agreed upon.

"I got *BORED*," he whined with the biggest grin a human face could ever pull. "Life's a drag unless I'm pounding your head, little Parker."

SOMETHING HEAVY, SOMETHING HEAVY, SOMETHING HEAVY...

THE *MAILBOX*, SPIDER-MAN! HIT HIM WITH THE *MAILBOX!*

NGAH!

O

OOH.

WHAT DO YOU MEAN "OOH"? IF I HADN'T HIT HIM WITH SOMETHING BIG AND HEAVY, HE'D HAVE *KILLED* EVERYBODY!

HEY, TAKE IT EASY! I'M NOT *JUDGING* YOU OR ANYTHING, MAN. ALL I'M SAYING IS YOU COULD'A KNOCKED HIM OUT WITHOUT *BRAIN-DAMAGING* THE GUY.

YOU! GET AWAY FROM THE *PUMPKINS!* THOSE ARE HIS *HOMEMADE* BOMBS!

WHAT?

OH MY GOD!

MAN, WHAT'S WRONG WITH YOU? I *TOLD* YOU NOT TO TOUCH THAT...

YOU GOTTA FLY ME TO A *HOSPITAL*, SPIDER-MAN. I GOT...I GOT...I GOT ALL THE LITTLE *BITS* STUCK IN MY LEG AND THEY FEEL LIKE FRIGGIN' *RAZOR-BLADES*, MAN...

BUT I *CAN'T* FLY. GOD, I CAN HARDLY EVEN *WALK* AFTER THE KICKING THAT IDIOT GAVE ME. MAYBE SOMEBODY COULD USE THEIR CELL-PHONE AND CALL AN *AMBULANCE* OR SOMETHING?

FORGET THE AMBULANCE. I'M CALLING THE COPS ON YOU *AND* YOUR STUPID FRIEND, SPIDER-MAN...

WHAT?

HEY! S'OKAY! CANCEL THE CALL, MAN! HERE THEY COME-- *RIGHT ON TIME* FOR A CHANGE!

NOT SUCH A SMART-GUY *NOW*, SPIDER-MAN. NOT SUCH A SMART-GUY WHEN THEY THROW YOU IN *JAIL*, HUH?

SWEAR TO GOD THAT LUNATIC'S *BRAIN-DAMAGED* THIS POOR GUY.

HEY! WHERE'D HE GO?

Believe it or not, this all started out as a nice Chinese meal and my wife and I helping my aunt *MOVE HOUSE*...

OH MY GOD. THERE HE IS OUTSIDE NOW AND LOOKING LIKE A *DOG'S BREAKFAST.*

AUNT MAY, CAN YOU HELP ME OUT WITH A LITTLE MONEY FOR THE CAB? I THINK I LOST MY WALLET SOMEWHERE AND THIS GUY SAYS HE NEEDS THIRTY-FIVE BUCKS.

OH, PETER. I THOUGHT YOU SAID YOU'D ALWAYS *CALL* IN SITUATIONS LIKE THIS. MARY JANE AND I WERE WORRIED SICK. WE DIDN'T KNOW IF YOU WERE ALIVE OR DEAD.

JEEZ, TIGER. YOU'RE CRAZY, YOU KNOW THAT?

IS IT TRUE WHAT THEY SAID ON THE NEWS? IS IT TRUE YOU FINALLY GOT OSBORN *BUSTED?*

KITCHEN. SORRY, NEED TO GET TO THE KITCHEN...

NYC TAXI

WHAT?

HHUUURRKK!!

Oh, GOD. IS IT BAD? SHOULD WE TAKE HIM TO THE HOSPITAL?

NO, IT'S OKAY. HE'S TOUGHER THAN HE LOOKS. ALL HE NEEDS IS SOME PAIN-KILLERS AND A CHANCE TO LET HIS BODY FIX ITSELF UP AGAIN. WHAT'S THE STRONGEST THING YOU'VE GOT?

UM, I THINK I'VE GOT SOME TYLENOL IN HERE, BUT I COULD RUN DOWN TO THE DRUGSTORE IF HE NEEDS ANYTHING STRONGER.

NO, JUST GIVE ME THE TYLENOL. TYLENOL'S FINE, BUT I'M GOING TO NEED A DOZEN OF THEM. I ALWAYS NEED HALF THE BOTTLE WHEN IT'S THIS BAD.

BUT IT SAYS ON THE BOTTLE YOU'RE ONLY SUPPOSED TO TAKE *TWO* EVERY *FOUR HOURS.*

IT'S OKAY, MAY. HE KNOWS WHAT HE'S DOING. IT'S LIKE THIS ALMOST EVERY OTHER NIGHT, TO BE HONEST. ANYTHING LESS AND HE DOESN'T GET ANY EFFECT AT ALL.

GOD, OSBORN REALLY DID A NUMBER ON YOU LAST NIGHT, HUH? WHAT ARE THOSE BIG MARKS ON YOUR SIDE? IT LOOKS LIKE AN *ANIMAL* BIT YOU OR SOMETHING?

NO, NORMAN'S JUST GOT PRETTY BIG *TEETH,* MARY JANE...

OH, *DON'T,* PETER. I KNOW I CAN'T STOP YOU FROM GETTING *INTO* THESE FIGHTS, BUT I DON'T WANT TO SEE WHAT THEY'RE *DOING* TO YOU OUT THERE.

IT SAID ON THE NEWS THAT PSYCHOPATH HAD EIGHTEEN HOSTAGES TIED UP IN TRINITY *CHURCH.* YOU MANAGE TO SAVE THEM ALL?

YEP.

EVEN THE LITTLE GIRL HE HAD HANGING OFF THAT BIG *CHURCH BELL?*

YEAH, BUT I THINK I MIGHT'VE DISLOCATED MY *SHOULDER* WHEN I SWUNG DOWN TO CATCH HER. IT REALLY *HURTS* WHEN I TRY TO MAKE A *FIST*.

I LOVE YOU, YOU KNOW THAT? YOU DRIVE ME OUT OF MY MIND, BUT I JUST ABSOLUTELY *LOVE* YOU, PETER.

Oh, GOD. I FORGOT TO START THE VIDEOTAPE.

WHAT VIDEOTAPE?

CNN ALWAYS RUNS THE BEST HELICOPTER FOOTAGE AFTER A SUPER-VILLAIN ARREST AND THEY'LL BE RUNNING MISTER OSBORN *NOW*.

THEY'RE ALSO VERY GOOD FOR EYEWITNESS TESTIMONIES. I LOVE TO HEAR WHAT PEOPLE SAY AFTER THEY'VE SEEN YOU *FIGHTING*.

LIVING ROOM

VIDEO TAPES

LIVING ROOM

BUT I THOUGHT YOU *HATED* ME DOING THIS STUFF?

Oh, I *DO*, BUT I'D HARDLY BE MUCH OF AN AUNT IF I DIDN'T TAPE MY FAMOUS NEPHEW FINALLY BRINGING DOWN HARRY'S OLD *FATHER*, NOW *WOULD I?*

HEY, WHAT ARE YOU DOING WITH THESE *IRON MAN* VIDEOS?

IRON MAN ARREST

IRON MAN ARREST

IT'S THAT LITTLE *MOUSTACHE*, SWEETIE. DON'T YOU THINK HE LOOKS JUST LIKE *RONALD COLMAN?*

CNN

RCA

I REALLY WISH YOU'D JUST HEAD HOME AND GET SOME REST, PETER. THE MOVERS CAN HELP ME BOX THIS STUFF UP.

NOT A CHANCE, AUNT MAY. I DON'T WANT ***STRANGERS*** TOUCHING ALL YOUR PRIVATE STUFF. HEY, IS THIS YOUR OLD ENGAGEMENT RING FROM DOCTOR OCTAVIUS?

Mmm. ANNA WATSON KEEPS SAYING I SHOULD AUCTION IT ON ***eBAY***, BUT I THINK THAT WOULD BE ***SUCH*** A BETRAYAL OF TRUST, DON'T YOU THINK?

STORAGE

OH, YEAH. DOCTOR OCTOPUS BEING SUCH A SENSITIVE GUY...

IT'S STRANGE. EVERYBODY KEPT TELLING ME TO MOVE WHEN ***BEN*** WAS KILLED, BUT I JUST ***COULDN'T*** HAVE DONE IT THEN.

THEY SAID EVERY TIME I WALKED INTO THE LIVING ROOM, I'D JUST SEE HIM LYING THERE BLEEDING ON THE CARPET, BUT THAT HONESTLY NEVER HAPPENED.

IF I WALKED INTO THE ***BEDROOM***, I'D SEE HIM LYING ON THE COVERS LISTENING TO HIS RADIO.

IF I WALKED INTO THE KITCHEN, I'D SEE HIM SMOKING A ***CIGARETTE*** AND MAKING ONE OF HIS TERRIBLE ***POTATO OMELETTES***...

LORD, IF I WALKED INTO THE BATHROOM I'D EVEN SEE HIM STANDING THERE DOING A ***PEE***. REMEMBER HOW HE'D ALWAYS LEAVE THAT DAMN ***DOOR*** LYING OPEN?

YEAH.

NO, THE *GOOD* MEMORIES DEFINITELY OUTWEIGH THE *BAD* IN THIS HOUSE, I'M DELIGHTED TO SAY.

YOU *SURE* YOU WANT TO GO AHEAD WITH THE MOVE, AUNT MAY? I MEAN I COULD TALK TO THE *LANDLORD* AGAIN IF YOU'RE HAVING ANY SECOND THOUGHTS HERE...

NO, THIS PLACE SHOULD BE A *FAMILY HOME* AGAIN, PETER. I THINK IT'S TIME TO LET *ANOTHER* YOUNG COUPLE APPRECIATE THE OLD BRICKS AND MORTAR, DON'T YOU?

WELL, A MONTH FROM NOW YOU WON'T BE ABLE TO IMAGINE LIVING ANYWHERE *BESIDES* MANHATTAN, AUNT MAY.

THAT SAID, LIVING SO CLOSE TO ME AND MARY JANE MEANS YOU'RE GONNA HAVE TO CLEAN UP THAT *ACT* OF YOURS, LITTLE LADY.

WH- WHAT DO YOU MEAN?

AS IN NO MORE *DRUNKEN COLLEGE GUYS* AT *THREE O'CLOCK IN THE MORNING.*

OH, *PETER.* WHAT KIND OF MEN WOULD BE INTERESTED IN AN *OLD HAG* LIKE *ME?*

IT'LL BE WEIRD TO FINALLY GIVE UP MY *OLD ROOM*, THOUGH. I NEVER ACTUALLY TOLD YOU THIS BEFORE, BUT I ALWAYS *LOVED* THE FACT YOU NEVER CHANGED A THING IN HERE.

ALL I HAD TO DO WAS WALK THROUGH THAT DOOR AND I COULD TRAVEL BACK TO A TIME WHEN MY BIGGEST WORRY WAS WAKING YOU UP AS I CRAWLED IN THE WINDOW.

Coffee Bean

PETE

PETER'S STUFF

YOU KNOW, I USED TO CHECK THE GLASS FOR FOOTPRINTS EVERY MORNING BEFORE I LEFT FOR SCHOOL? AND YOU WOULDN'T BELIEVE THE MONEY I SPENT ON AIR-FRESHENER TO HIDE THE SMELL OF *WEB-FLUID*...

YOU'RE A VERY SPECIAL BOY, YOU KNOW THAT, PETER? THANK YOU FOR ASKING ME TO COME AND LIVE *BESIDE* YOU.

IT'S GONNA BE JUST LIKE THE *OLD* DAYS, AUNT MAY. BELIEVE ME, MOVING YOU INTO THIS NEW APARTMENT'S GONNA BE THE SMARTEST THING WE'VE DONE IN *YEARS*.

OKAY, OKAY. SO THE HUMAN BOWELS MAKE A NOXIOUS SMELL WHENEVER ANYONE EMITS A GAS. ENOUGH ALREADY.

NOW IF YOU'D ALL BE SO KIND AS TO OPEN YOUR BOOKS WHERE WE LEFT OFF LAST TIME AND WE CAN START BY GOING OVER THE DIFFERENCE BETWEEN *DIFFRACTION* AND *REFRACTION*...

IT TRUE YOU USED TO BE FAMOUS, MISTER PARKER?

EXCUSE ME?

HUMBERTO SAYS YOU USED TO BE SOME KINDA ACE-PHOTOGRAPHER WORKED FOR THE BUGLE AND GOT ALL THEIR *SPIDER-MAN* PICTURES AND STUFF. IZZAT TRUE?

AND WHAT MAKES YOU THINK I USED TO BE A *FAMOUS PHOTOGRAPHER*, HUMBERTO?

GOOGLED YOUR NAME AND GOT FIFTEEN HUNDRED RESPONSES, MAN. SOME BIG AGENCY GOT ALL YOUR OLD PICTURES AND SAYS YOU GOTTA PAY CASH AN' STUFF IF YOU WANNA *USE* 'EM FOR ANYTHIN'.

YEAH, SAW THE FREE TOUR ON THAT SITE, MAN: SPIDER-MAN KICKING ELECTRO IN THE NUTS, SPIDER-MAN FIGHTING THAT DOCTOR OCTOPUS GUY WITH THOSE *BIG STEEL ARMS* AN' STUFF.

IT TRUE YOU GET SOME KINDA *ROYALTY* EVERY TIME THOSE PICTURES GET USED SOMEWHERE, MISTER PARKER?

UNFORTUNATELY, THAT'S *NOT* TRUE, FRANKLIN, AND TO BE HONEST, I DON'T THINK IT'S ANY OF YOUR BUSINESS *EITHER*.

THE HELL *HE* NEED A ROYALTY FOR, MAN? PARKER'S MARRIED TO A GODDAMN *SUPER-MODEL*, JACKASS. GUY'S GOTTA BE A *MILLIONAIRE*.

HE AIN'T MARRIED TO MARY JANE NO MORE. IT SAID ON *EW* SHE MOVED TO *L.A.* TO KICK-START HER *MOVIE CAREER*.

Nah, THAT WAS JUST A TRIAL SEPARATION AND THE MOVIE STUFF ALL FELL THROUGH. SHE'S BACK LIVING WITH *MISTER PARKER* AND THEY GOT A PLACE UPTOWN.

PARDON ME FOR INTERRUPTING, BUT DO YOU PEOPLE *ALWAYS* RUN A BACKGROUND CHECK ON YOUR NEW TEACHERS?

Oh, YEAH. LONELY TEACHERS LOOKIN' FOR A *DATE* IS A REAL SCREAM TOO, BUT WHAT YOU *REALLY* GOTTA SEE IS THE FREAKY PICS MISTER MARSH PUT UP ON ONE OF THOSE...

ART

4TH PERIOD

LET

TELEPHONE CALL FOR YOU, MISTER PARKER.

THANK YOU, MISTER MARSH.

CITY COUNCIL ON THE LINE AND IT DOESN'T SOUND LIKE *JURY DUTY*, BUDDY.

WISH I COULD SAY THIS KIND OF THING WAS ***RARE***, SIR, BUT I'M AFRAID THESE RANDOM ACTS OF ***VANDALISM*** HAPPEN MORE OFTEN THAN ANYONE WOULD CARE TO ADMIT.

BE[illegible]'ED HUSBA[illegible] AND UNC[illegible]

EN

PA[illegible]ER

THAT SAID, IT IS UNUSUAL FOR KIDS TO JUST SINGLE OUT ONE SPECIFIC HEADSTONE LIKE THIS. IT'S PROBABLY JUST A ***ROTTEN FLUKE*** THIS TURNED OUT TO BE YOUR FATHER'S BURIAL PLOT.

UNCLE.

WHAT?

BEN PARKER WAS MY UNCLE. I NEVER ACTUALLY ***KNEW*** MY REAL FATHER. HE DIED WHEN I WAS JUST A LITTLE KID.

UH, WELL, AT LEAST YOU KNOW ALL THIS IS NOTHING ***PERSONAL***, SIR. I MEAN, WHOEVER DID THIS WAS PROBABLY STILL MESSING HIS ***DIAPERS*** WHEN YOUR UNCLE WAS UP AND AROUND.

HAS ANYONE CONTACTED MY ***AUNT?***

ACTUALLY, WE ***TRIED*** TO CALL MRS. PARKER BEFORE WE CALLED YOUR SCHOOL, BUT THE OPERATOR SAID SHE'D JUST MOVED INTO THE CITY AND THE PHONE LINE HADN'T BEEN INSTALLED YET.

DO YOU MAYBE HAVE A ***CELL-PHONE NUMBER...?***

JUST A SECOND. THIS IS PROBABLY HER ***NOW...***

AUNT MAY?

NOT EVEN CLOSE, SPIDER-MAN...

NICE JOB FINALLY BRINGING IN THE *GREEN GOBLIN*, BY THE WAY, BUT HOW MUCH OF A NERVE DOES THAT SHYSTER HAVE CHARGING YOU WITH *AGGRAVATED ASSAULT*, HUH?

YOU KNOW SOCIETY'S GOING DOWN THE DRAIN WHEN THEY CAN'T EVEN TELL BETWEEN DERANGED *CRIMINAL SOCIOPATHS* AND ALTRUISTIC *SUPER-HOBBYISTS*.

CNN

I'M SORRY. I THINK YOU'VE MADE A *MISTAKE* HERE...

OH, PLEASE. LET'S BE ADULTS ABOUT THIS, PARKER. WASN'T DEFILING YOUR UNCLE'S GRAVE ENOUGH? DO I REALLY HAVE TO DO SOMETHING TRULY AWFUL HERE?

WHAT DO YOU WANT?

I JUST WANT YOU TO REALIZE HOW BAD THINGS CAN GET VERY, VERY QUICKLY WHEN SOMETHING AS SIMPLE AS YOUR REAL NAME FALLS INTO THE WRONG HANDS, SPIDER-MAN.

WHAT ARE YOU TALKING ABOUT?

"CARE FOR A WHEATCAKE, SWEETIE?"

MISTER PARKER?

IS EVERYTHING OKAY, SIR?

I'M SORRY. I'VE JUST HAD A FAMILY EMERGENCY AND I'VE...

SORRY.

LISTEN, NO GOOD MOANING TO *ME* ABOUT IT, LADY. NOT A LOT I CAN DO IF THE AVENGERS ARE TRYING TO TAKE DOWN SOME CLOWN UP ON THE LONG ISLAND EXPRESSWAY.

RADIO SAYS ALL ROADS ARE CLOSED FROM...

WHUMP!

JUDAS H. PRIEST!

2950

5K58

WHAT THE HELL WAS THAT?

Spider-sense tingles as a thousand pair of eyes catch a glimpse of me in street-clothes, but there isn't time to give a damn.

Just have to hope I'm flea-jumping around too fast to be anything more accurate than average height, average build and brown hair at the worst.

For a fraction of a second, I wonder what *OTHER* people get called at work for?

Their *APARTMENT* got flooded? Their kid got sick at *SCHOOL?* Their secret identity's just been figured out by a guy with a voice like *CUT GLASS?*

Or is that just *ME* again?

Please don't let me be too late. Please don't let it be my fault that another one of my family is lying there twitching and shivering on the *CARPET*.

AUNT MAY!

OH MY GOD...

MARVEL KNIGHTS SPIDER-MAN #2

TERRY DODSON, RACHEL DODSON & MATT MILLA

DOWN AMONG THE DEAD MEN

PART 2 OF 4

MARY JANE, I WANT YOU TO GO.

NOT A CHANCE. I'M NOT LEAVING YOU BEHIND AT A TIME LIKE THIS.

PLEASE, JUST GET IN THE CAB. THE LONGER WE SPEND STANDING AROUND ARGUING, THE MORE DANGER YOU'RE IN. YOU KNOW MY SPIDER-SENSE DOESN'T WORK WELL IN THE RAIN.

NO WAY, PETER. IT'S OUT OF THE QUESTION.

MJ, WOULD YOU LISTEN TO ME FOR A SECOND? WOULD YOU LISTEN TO WHAT I'M SAYING? THIS ISN'T THE LIZARD ON THE LOOSE AGAIN. THIS ISN'T THE RHINO ROBBING A BANK HERE.

ONE OF THOSE PSYCHOPATHS HAS FIGURED OUT WHO I AM. DO YOU UNDERSTAND WHAT THAT MEANS? HE KNOWS WHERE I LIVE, HE KNOWS WHERE I WORK AND HE'S ALREADY GOT AUNT MAY.

NOW PLEASE: I KNOW YOU MEAN WELL. I KNOW YOU'RE ONLY TRYING TO HELP, BUT THE BEST WAY YOU CAN SUPPORT ME HERE IS BY GETTING ON THAT PLANE AND DISAPPEARING FOR A WHILE.

MARY JANE, WOULD YOU PLEASE JUST STOP *ARGUING* WITH ME?

BUT, PETER, IF HE WAS COMING AFTER ME, DON'T YOU THINK HE'D HAVE ALREADY...?

OKAY, BUT I FEEL LIKE SUCH A LOUSE LEAVING YOU ALONE LIKE THIS.

ON MY OWN'S THE SAFEST WAY TO WORK.

YOU PROMISE ME YOU'LL BE CAREFUL?

I'M ALWAYS CAREFUL.

NOW, I'LL CALL YOU TONIGHT AND MAKE SURE EVERYTHING'S OKAY. DON'T FORGET TO PAY CASH WHEN YOU CHECK INTO YOUR HOTEL AND DON'T GIVE ANYONE YOUR REAL NAME, YOU UNDERSTAND?

YOU'RE GOING TO FIND HER, AREN'T YOU, PETER? I MEAN THIS IS ALL JUST ANOTHER ONE OF THOSE WEIRD THINGS THAT HAPPENS TO US, RIGHT? TELL ME IT'S NOT AS BAD AS IT LOOKS...

I'M A *SUPER HERO*, MJ.

IT'S *NEVER* AS BAD AS IT LOOKS.

Okay, Parker. Stay cool like you actually ***BELIEVE*** what you said back there. You're no use to anyone if you're freaking out like a newbie.

Just stay cool, call the school and let them know you're going to be off work for the next couple of weeks. No sense risking the ***KIDS*** in this situation.

Now call Aunt May's friends and come up with some flame-proof excuse why she took off without telling a soul where or when she was going on this surprise vacation of hers.

A gift from me and MJ, perhaps? A lottery win? God, I feel like a murderer covering my tracks.

I call the ***COPS*** and my secret identity's in tatters. I try to solve this by ***MYSELF*** and there's every chance in the world I'll fail to ***FIND*** this creep in time.

Ordinary people have 911 for situations like this. Who the hell do ***SUPER-PEOPLE*** call in emergencies?

SNATCHED FROM HER APARTMENT?

JEEZUS.

YOU KNOW I'M NO ANGEL, PETER, BUT THERE'S A LINE EVEN ***BLACK CATS*** DON'T CROSS. YOU DON'T TRY TO PEEK UNDER THE MASKS, AND YOU DON'T USE PEOPLE'S FAMILIES AGAINST THEM.

POOR OLD MAY MUST BE, WHAT, ***SEVENTY*** BY NOW?

LISTEN, I JUST NEED TO KNOW IF YOU CAN ***HELP*** ME, FELICIA. NOBODY ELSE REALLY KNOWS THE SECRET AND YOU BEING HERE WOULD DOUBLE MY CHANCES. WHAT DO YOU SAY? CAN YOU COME OVER?

*GOD, YOU KNOW I'D BE THERE LIKE A SHOT, BUT I'M WORKING ON MY **OWN** MISSING PERSONS DOWN HERE IN FLORIDA, BABY. THE SOONEST I'D BE UP'S TOMORROW NIGHT.*

*FELICIA, **PLEASE**. I HAVE NO ONE ELSE TO HELP ME HERE...*

OKAY, OKAY. LISTEN, I'LL TRY TO FIND A FLIGHT FOR FIRST THING IN THE MORNING, BUT IN THE MEANTIME IT MIGHT BE AN IDEA TO JUST MAKE A LIST OF EVERYONE WHO KNOWS THE ***SECRET***.

THERE'S VENOM, RIGHT? EDDIE BROCK. HE KNOWS WHO YOU ARE. THEN THERE'S ME, YOUR AUNT MAY, MARY JANE AND...

OH MY GOD.

OSBORN...

Riker's Island sits three miles from the coast and smells like a cross between an abattoir and a public urinal.

They say, when the winds are low, you can hear downtown traffic when you're standing in their basketball court.

WHAT HAVE YOU DONE WITH HER, OSBORN?

SECURITY, IT SEEMS WE HAVE A BREACH AT CELL FORTY-FIVE.

HE'S ON A TOILET-BREAK. NOW ANSWER THE QUESTION BEFORE I KICK MY WAY IN THERE AND BREAK YOUR NECK, MAN: WHAT THE HELL HAVE YOU DONE WITH HER?

I'M SORRY, PETER, BUT I'M AFRAID YOU'LL HAVE TO SPIT THOSE WORDS OUT A LITTLE MORE *SPECIFICALLY*...

WHAT HAVE YOU DONE WITH MY AUNT MAY?

SHE'S *DISAPPEARED?* NOW *THAT'S* INTERESTING.

AND YOU'RE ASSUMING, OF COURSE, THAT SOMEONE IN THE SUPER-CRIMINAL COMMUNITY'S BEHIND IT. WOULDN'T THAT BE FUNNY?

THAT WOULD MEAN UNCLE BEN *AND* AUNT MAY'S BLOOD WOULD BE ALL OVER THOSE COBWEBBED, LITTLE HANDS. NOT TO MENTION THE DEAD BLONDE YOU USED TO DANCE WITH, EH, PARKER?

JUST SHUT UP AND TELL ME WHERE SHE IS, OSBORN!

OH, SURELY YOU AREN'T ACCUSING *ME* OF THIS, BOY?

I UNDERSTAND YOU'RE IN A FRAGILE PLACE RIGHT NOW AND PROBABLY NOT THINKING CLEARLY, BUT I'M HARDLY IN A POSITION TO *KIDNAP* ANYONE. EVEN AN *OLD LADY* WHO REEKS OF *AMMONIA*...

...UNLESS, OF COURSE, I SHARED OUR LITTLE SECRET WITH A *MUTUAL ACQUAINTANCE.*

WHAT?

OH, SURELY YOU DIDN'T THINK I'D ALWAYS BE A NICE GUY AND KEEP YOUR STREET-NAME TO MYSELF, DID YOU? IT'S PRETTY *OBVIOUS* WHAT'S HAPPENED HERE.

I JUST TOLD A FRIEND THAT, IF YOU EVER SUCCEEDED IN TOSSING ME IN JAIL, I WANTED HIM TO KIDNAP, TORTURE AND EXECUTE YOUR *OLDEST LIVING RELATIVE.*

IT'S NOTHING PERSONAL, OF COURSE. I JUST HAVE TO KEEP MY GRISLY REPUTATION UP TO SPEED WITH ALL THE *OTHER* LITTLE LUNATICS WHO'RE CRAWLING OUT OF THE WOODWORK THESE DAYS.

WHAT?

YOU KNOW, TELLING LIES TO MAKE THIS ALL THE MORE *PAINFUL* FOR YOU, PARKER?

THEN AGAIN, THERE'S AN EXCELLENT CHANCE THAT I'M JUST TAKING ADVANTAGE OF A GOOD BOY IN A BAD SITUATION.

OH, THIS IS FUNNY.

I COULD KEEP THIS UP ALL NIGHT, I REALLY COULD...

WHEN I LOOK AT YOU THESE DAYS I CAN'T EVEN TELL IF YOU'RE WEARING YOUR *MASK* ANYMORE, OSBORN.

AND WHEN I LOOK AT YOU I SEE AN *ITSY-BITSY SPIDER* THAT DOESN'T KNOW WHERE TO *TURN.*

HAPPY HUNTING, LITTLE MAN.

ENJOY YOUR *LEAK,* OFFICER JANKOWICZ?

Who does a super hero call when he's in trouble? The answer, I guess, is a *GANG* of super heroes, although I've always felt that The Avengers didn't *LIKE* me very much.

But they can put me in touch with S.H.I.E.L.D. That's all that matters now. Nick Fury could find a *VIRGIN* in *ARKANSAS.*

UH, HELLO. I NEED TO SPEAK TO CAPTAIN AMERICA, PLEASE.

CERTAINLY, SIR. DO YOU HAVE AN APPOINTMENT TO SEE HIM?

WELL, NO. NOT EXACTLY BUT IT'S REALLY URGENT. I'VE GOT A SERIOUS SITUATION HERE AND I NEED SOME HEAVY-DUTY HELP.

AND WHOM SHOULD I SAY IS AT THE DOOR?

UH, JUST TELL HIM IT'S SPIDER-MAN.

THE *AMAZING* SPIDER-MAN?

YEAH, LISTEN, I KNOW YOU MUST HAVE IDIOTS SHOWING UP AND DOING THIS ALL THE TIME, BUT IT REALLY IS ME, JARVIS. COULD YOU HIT THE BUZZER AND LET ME IN? I'M GETTING SOAKED OUT HERE.

WELL, IF IT'S REALLY SUCH A DOWNPOUR, SIR, WHY DON'T YOU JUST WEB YOURSELF UP A LITTLE SPIDER-MAN UMBRELLA?

JARVIS, PLEASE! DON'T MAKE ME DO THIS THE HARD WAY! JUST TELL CAP TO COME OUT! YOU DON'T EVEN NEED TO LET ME IN!

GOODNIGHT, YOUNG SIR. I HOPE YOUR FRAT-HOUSE FRIENDS FIND THIS ALL A LITTLE MORE AMUSING THAN THOSE SECURITY PEOPLE MAKING THEIR WAY TOWARDS YOU...

Wonderful. Maybe if I was ***NAKED*** this could be a little more embarrassing.

I THINK THE PICTURES SHOULD REALLY INSTILL A SENSE OF NATIONAL SECURITY, MISS LIEBOWITZ. YOU KNOW, LIKE THE ONES YOU TOOK OF DICK AND GEORGE WHEN THEY WERE PLOTTING THE WAR IN IRAQ?

I'M OPEN TO ANYTHING EXCEPT ANOTHER DAMN GROUP-SHOT WITH CAPTAIN AMERICA STANDING IN THE MIDDLE AND HOLDING UP HIS SHIELD AGAIN, MISTER STARK.

EVEN *TIME'S PICTURE EDITOR* FELT THAT IMAGE HAD BEEN COMPLETELY DEVALUED THROUGH CONSTANT REPETITION. I REALLY WANT TO GO FOR SOMETHING MORE...

ARDOGA-ARDOGA-ARDOGA-ARDOGA-

WHAT'S THIS? A FIRE-DRILL?

NO, IT SOUNDS LIKE SOMEONE'S BROKEN INTO THE MANSION, DARLING. LOCK YOURSELF IN THE STUDY HERE AND I'LL DOUBLE BACK FOR YOU LATER.

OUT OF THE QUESTION, MISTER SECRETARY. AS LONG AS YOU'RE OUT OF YOUR IRON MAN ARMOR, YOU'RE UNDER ***S.H.I.E.L.D.*** JURISDICTION.

WE'RE TAKING YOU TO THE NEAREST *PANIC ROOM*, SIR.

WHAT'S GOING ON, BOYS? WHO *IS* IT?

"WE DON'T KNOW, SIR, BUT... MY GOD!"

IT'S THROUGH THE MANSION'S PRIMARY DEFENSES AND MAKING ITS WAY DOWN TO LEVEL TWO. CONTROL'S SAYING WE'RE SAFER TAKING THE BACK STAIRS. C'MON!

"ANYBODY GOT A *VISUAL* YET?"

NOTHING. IT'S MOVING TOO FAST. HAWKEYE AND SCARLET WITCH TRIED TO CUT IT OFF OUTSIDE THE LEVEL TWO KITCHENS, BUT...

"WHAT?"

IT'S HERE. IT'S DOWN HERE ON THE GROUND FLOOR AND THAT MEANS ANT-MAN'S THE ONLY ACTIVE AVENGER BETWEEN YOU, ME AND WHATEVER THE HELL THIS THING IS, MISTER SECRETARY!

WELL, IT'S BEEN A PLEASURE WORKING WITH YOU, GENTLEMEN...

"NO, WAIT! THERE'S SOMEBODY *ELSE*—"

TURNS OUT QUICKSILVER WAS JUST A FEW MILES AWAY JUDGING AN *ART* COMPETITION AT THE X-MANSION. THEY'RE SAYING CAPTAIN AMERICA'S IN THE BUILDING NOW TOO.

THANK GOD...

NOW GIVE ME ONE GOOD REASON WHY I SHOULD PULL THIS PUNCH, YOU SWEATY, LITTLE *URCHIN?*

BECAUSE I DIDN'T *COME* HERE LOOKING FOR A FIGHT! ALL I DID WAS SHOW MY FACE AND THOSE IDIOTS STARTED *SHOOTING* AT ME, QUICKSILVER!

I NEED TO SPEAK TO CAPTAIN AMERICA! SOME SUPER-VILLAIN'S FIGURED OUT WHO I AM AND HE'S ALREADY KIDNAPPED ONE OF MY FAMILY! DON'T YOU *GET* IT?

STAND DOWN, PIETRO. LET'S HEAR WHAT THIS GENTLEMAN HAS TO SAY BEFORE THINGS GET ANY MORE OUT OF HAND.

HELL, LOOK AT THE STATE OF THIS PLACE. FORTY-SIX ROOMS IN THE HOUSE AND YOU MANAGE TO PUT HIM THROUGH THE ONE WALL WITH ALL MY NEWSPAPER CLIPPINGS. NICE GOING, GENIUS.

DROP DEAD, REDNECK. HOW *DARE* YOU SPEAK TO ME LIKE THAT IN FRONT OF MY SISTER!

CAP, LISTEN, YOU KNOW I WOULDN'T EVEN BE HERE UNLESS IT WAS AN EMERGENCY, BUT SOMEBODY OUT THERE'S SNATCHED MY AUNT AND I REALLY NEED TO TALK TO *FURY* ABOUT IT.

OH MY GOD. DID ONE OF OUR SECURITY GUYS JUST SHOOT YOU IN THE ARM?

YEAH, IT'S JUST A FLESH-WOUND. HONESTLY.

ISN'T THIS SOMETHING WE COULD HELP YOU WITH, SPIDER-MAN? I ONLY ASK BECAUSE NICK'S IN A PARALLEL REALITY FOR THE NEXT SEVEN DAYS AND CAN'T GET A SIGNAL ON HIS *CELL-PHONE.*

WELL, Y'KNOW, FURY ALREADY KNOWING MY SECRET IDENTITY AND EVERYTHING JUST MAKES IT ALL A LITTLE LESS *COMPLICATED* THAN YOU GUYS HELPING ME OUT.

WHAT ARE YOU TALKING ABOUT? NOBODY *HERE'S* GOING TO ASK YOU WHO YOU ARE. TO BE HONEST, I'M NOT EVEN THAT *INTERESTED.*

YEAH, BUT I'VE ALREADY SAID IT'S MY *AUNT* THAT'S GONE MISSING AND MY SECRET IDENTITY BEING OUT THERE'S THE REASON I GOT INTO THIS MESS IN THE FIRST PLACE, RIGHT?

GOD, IF ONLY YOU COULD HEAR YOURSELF, SPIDER-MAN. THE WHOLE SECRET IDENTITY THING JUST SOUNDS SO *ARCHAIC* WHEN YOU'VE ACTUALLY COME CLEAN WITH EVERYONE.

EASY TO SAY WHEN YOU'RE A TRILLIONAIRE WITH BODYGUARDS.

ACTUALLY, GOING PUBLIC DIDN'T AFFECT ME *EITHER.* IN FACT, NOT HAVING TO MAINTAIN TWO SEPARATE LIVES HAS ACTUALLY BEEN VERY *LIBERATING.*

HEY, I'M SURE I'D FEEL EXACTLY THE SAME WAY IF I'D BEEN BORN IN *NINETEEN TWENTY-THREE.*

AND WHAT DO YOU MEAN BY THAT?

WELL, Y'KNOW, EVERYBODY *YOU* KNEW GROWING UP MUST BE KINDA...*DECEASED* BY NOW, RIGHT?

I MEAN, IT'S NOT LIKE YOU GOING PUBLIC IS GOING TO PUT ANY *CHILDHOOD SWEETHEARTS* IN DANGER!

OH, FOR GOD'S SAKE. ARE YOU *TRYING* TO BE INSULTING HERE?

LISTEN, I'M SORRY. THIS IS ALL COMING OUT THE WRONG WAY. I'M TIRED, I'M STRESSED AND I'M WORRIED ABOUT MY AUNT, OKAY? I'M STARTING TO REALIZE I'M WASTING MY TIME.

SPIDER-MAN, *WAIT* A SECOND. I'M SURE WE CAN *FIGURE SOMETHING OUT...*

SPIDER-MAN?

GOD, I FEEL *TERRIBLE* ABOUT THIS, BUT WHAT ARE WE SUPPOSED TO DO IF HE WON'T EVEN TELL US WHO HE'S *LOOKING* FOR?

AW, MAN. HE'S BROKEN THAT STATUE WE GOT FOR BEATING SCORPIO *TOO*, HAWKEYE. THAT WAS THE ONE TIME ANYBODY EVER GAVE ME *ANYTHING!*

Mary Jane says I've got a really bad attitude when I'm around other super heroes, but how can I spill my guts to some guy that built a helmet so he could talk to *ANTS?*

The truth is that being around super-jocks just makes me feel like I'm back in high school again and looking at everyone through thick glass lenses.

Why am I only truly comfortable when I'm surrounding myself with *FREAKS?*

KLEEK!

ANY IDEA WHY *THE GOOD GUYS* GOT MORE SECURITY THAN *THE BAD GUYS* THESE DAYS, OWL?

PERHAPS WE JUST NEED A LITTLE LESS PROTECTING, SPIDER-MAN. WOULD YOU CARE FOR A GLASS OF CHATEAU MARGAUX, INCIDENTALLY?

SOMEONE FROM THE LATVERIAN EMBASSY SENT ME A BOTTLE FROM THEIR JEFFERSON COLLECTION AND IT'S REALLY QUITE *EXQUISITE.*

DO YOU THINK THEY'RE TRYING TO BUILD BRIDGES WITH MY NEW ORDER HERE?

DO YOU THINK THIS MEANS THEY'VE SPOTTED MY POTENTIAL AS A VISIONARY *UP-AND-COMER* SINCE MY CLEVER-CLEVER LAWYER GOT ME OFF ON THAT TINY TECHNICALITY?

WEIRD. HOW DID *YOU* KNOW I ONLY DROPPED BY TO STROKE YOUR FEATHERS AND TELL YOU HOW *CLEVER* YOU WERE?

WHAT DO YOU *WANT,* SPIDER-MAN?

KIDNAP VICTIM IN HER EARLY SEVENTIES BY THE NAME OF MAY PARKER.

SHE WAS SNATCHED FROM HER APARTMENT IN ALPHABET CITY LESS THAN TWENTY-FOUR HOURS AGO AND I HAVE MY SUSPICIONS A *COSTUME* WAS INVOLVED.

NOTHING TO DO WITH ME, I *ASSURE* YOU.

NO, BUT SINCE THE KINGPIN WENT DOWN YOU'RE PROBABLY THE MOST CONNECTED INDIVIDUAL ON THE EASTERN SEABOARD AND IF ANYBODY CAN HELP ME FIND THIS WOMAN IT'S YOU.

AND *WHY* EXACTLY SHOULD I HELP YOU, SPIDER-MAN? THIS ISN'T A *CHARITABLE TRUST* I'M RUNNING HERE.

BECAUSE I'LL *OWE* YOU, OWL...

...AND FOR A FAT, LITTLE MAN WITH HIS EYE ON THE KINGPIN'S *EMPIRE* THAT'S WORTH A LOT MORE THAN SOME DUSTY, OLD REJECTS FROM A *WINE* COLLECTION.

WAIT HERE WHILE I MAKE A FEW CALLS.

JEEZUS, MY GUTS...

UH, ARE YOU OKAY?

YEAH, I'LL BE FINE. YOU JUST KNOCKED THE WIND OUT OF ME, THAT'S ALL. MY STOMACH'S STILL A LITTLE TENDER FROM AN OPERATION I HAD EIGHTEEN MONTHS AGO.

WHAT KIND OF OPERATION?

AH, THEY FOUND OUT I'D CROHN'S A WHILE BACK AND SAID I HAD TO GET A CHUNK OF MY COLON CUT AWAY.

I LOST A LOT OF WEIGHT AT THE TIME, BUT THEY MANAGED TO KEEP THE WHOLE THING UNDER CONTROL WITH STEROIDS AND STUFF.

DO YOU REALLY THINK IT'S A GOOD IDEA FOR A GUY WITH AN AUTOIMMUNE CONDITION TO BE WORKING AS A *BODYGUARD?*

OH, THIS ISN'T WHAT I DO FOR A LIVING, SPIDER-MAN. I JUST DO THIS STUFF AT NIGHTS FOR A LITTLE EXTRA MONEY. I'M A FULLY QUALIFIED FINANCIAL ADVISOR DURING THE DAY, YOU KNOW. C.F.P. REGISTERED.

RIGHT.

YOU SURE YOU'RE OKAY? YOU DON'T WANT ME TO GET YOU A GLASS OF *WATER* OR ANYTHING?

HONESTLY, I'M FINE...

ELECTRO AND THE VULTURE.

WHAT?

THEY'RE THE ONES YOU'RE LOOKING FOR. THEY'RE THE ONES WHO KIDNAPPED THIS OLD WOMAN, ALTHOUGH I'VE NO IDEA WHERE THEY'RE HIDING OR WHAT THEY ACTUALLY REQUIRE HER FOR.

YOU'RE SURE ABOUT THIS? YOU'RE ABSOLUTELY CERTAIN?

MY SOURCES ARE IMPECCABLE.

THANKS.

OH, YOU'RE MORE THAN WELCOME.

I DON'T LIKE THIS, MAX. WE'RE SUPPOSED TO BE LYING LOW HERE.

I THOUGHT WE AGREED WE WEREN'T EVEN GOING TO LEAVE THE HOTEL ROOM UNTIL THE WHEEL-MAN PICKED US UP.

WELL, I JUST DON'T SEE THE POINT OF TAKING A CHANCE LIKE THIS WHEN WE'RE LEAVING IN THE MORNING ANYWAY. WOULD YOU MIND IF I JUST WAITED BACK AT THE HOTEL BY *MYSELF?*

AH, YOUR NON-STOP GAS AND PAY-PER-VIEW WERE DRIVING ME OUT OF MY MIND, ADRIAN. BESIDES, THE RUSSIANS ARE OLD FRIENDS. SANDMAN AND I USED TO COME DOWN HERE ALL THE TIME AFTER A BIG HIT.

C'MON, THIS COULD BE YOUR LAST NIGHT IN NEW YORK FOR THE NEXT FIVE YEARS, MAN. WHAT'S THE POINT OF HAVING TWENTY MILLION DOLLARS IN CASH UNLESS YOU HAVE A LITTLE FUN WITH IT, HUH?

ELECTRO! IT IS SO GOOD TO ***SEE*** YOU, MY FRIEND. HOW ARE YOU ***DOING,*** EH? HOW IS MY GOOD BUDDY ***DOING*** THESE DAYS?

ME? I'M SUPER-CHARGED AS ***EVER,*** ALEKSANDR. SUPER-CHARGED AS ***EVER,*** MAN.

THE FAMOUS GROUSE
SCOTCH WHISKY

YOU MEET MY FRIEND THE VULTURE BEFORE? HE'S A REALLY NICE GUY: A LITTLE SHY, BUT A REAL SWEETHEART. YOU GOT ANYBODY IN TONIGHT YOU THINK HE MIGHT CLICK WITH?

OH, I THINK HE GOT TO MEET FEDORA, ELECTRO. SHE JUST GET OVER FROM BEAUTIFUL SAINT PETERSBURG LAST MONTH AND ALREADY BIG FAVORITE WITH MY CUSTOMERS. YOU LIKE TO GIVE HER NICE TRY?

TO BE HONEST, I FIND THIS WHOLE THING VERY *DISTASTEFUL* AND *EXPLOITATIVE*, MAX...

WHAT ARE YOU TALKING ABOUT? VULTURES ARE *SUPPOSED* TO BE EXPLOITATIVE. JUST SHUT UP AND TRY TO HAVE SOME *FUN* FOR ONCE IN YOUR LIFE, HUH?

I TAKE IT YOU GOT *MY* LITTLE ORDER READY, OLD BUDDY?

OF COURSE, ELECTRO. YEKATERINA HAS HER MOTHER STAY WITH HER FOR FEW MONTHS, BUT AS SOON AS SHE HEAR BIG BAD MAN WAS IN TOWN SHE ORDER CAB AND COME STRAIGHT TO SEE YOU.

HOW'S IT GOING, BABY-DOLL? YOU KNOW HOW MUCH DADDY MISSED YOU WHEN HE WAS AWAY?

WOW. NO OFFENSE TO THE YOUNG LADY OR ANYTHING, BUT I DIDN'T THINK YOU'D ACTUALLY GO FOR THE OLD BORIS YELTSIN LOOK.

WELL, APPEARANCES CAN BE DECEPTIVE, BIRD-MAN, ESPECIALLY WHEN YOU'RE TALKING ABOUT A SHAPE-CHANGING MUTANT FROM THE WORLD-FAMOUS PROVINCE OF *CHERNOBYL*.

ONE CLICK OF HER FINGERS AND LITTLE *YEKATERINA* HERE CAN BE *ANYBODY'S* TYPE. *RIGHT*, BABE?

SO WHO YOU LIKE ME TO BE *TONIGHT*, ELECTRO? MRS. SUE RICHARDS, PERHAPS? INVISIBLE WOMAN FROM FANTASTIC FOUR AND BEAUTIFUL WIFE OF SUCCESSFUL DOCTOR REED?

OR MAYBE YOU WISH ME TO BE THE NAUGHTY SCARLET WITCH, EH? EXOTIC AVENGER WITH EASTERN EUROPEAN FLAVOR. YOU LIKE TO TAKE *MAGNETO'S DAUGHTER* INTO YOUR BEDROOM TONIGHT?

OR PERHAPS YOU FEELING *ADVENTUROUS*, MY LOVER? PERHAPS YOU WANT AQUATIC LOVE IN HOT-TUB WITH MARINNA FROM ATLANTIS, YEAH? FORMER BRIDE OF THE HANDSOME PRINCE NAMOR?

ACTUALLY, I'M KINDA IN THE MOOD TO TRY SOMETHING COMPLETELY *NEW* HERE, YEKATERINA...

THOSE LITTLE ROLE-PLAYS ALL SOUND GREAT, BUT MY LAST COUPLE OF TIMES UP AT RIKER'S REALLY OPENED UP A WHOLE NEW SIDE OF MYSELF I DIDN'T EVEN KNOW *EXISTED* UNTIL LATELY.

JUST TELL ME WHO YOU LIKE ME TO *BECOME*, MY BOYFRIEND. JUST SAY THE WORD AND YOU HAVE ONE HOUR OF *PLEASURE* WITH THEM.

YOU PROMISE NOT TO LAUGH?

WELL, BETWEEN YOU AND ME, I'VE ALWAYS FANCIED A CRACK AT...

YOU DO NOT HAVE TO BE SHY-BOY AROUND *YEKATERINA*, ELECTRO. JUST TELL ME WHO YOU WANT, HANDSOME-GUY. AN X-MAN, PERHAPS? FIN-FANG-FOOM?

OOPS.

SORRY TO SPOIL THE *PARTY*, ROMEO.

MARVEL KNIGHTS SPIDER-MAN #3

TERRY DODSON, RACHEL DODSON & MATT MILLA

Daredevil wasn't home, Doctor Strange was on a house call and I made an *IDIOT* of myself in front of The Avengers.

The Owl was my best shot at finding out who kidnapped Aunt May and he told me it was *ELECTRO* and *THE VULTURE*. But how did they find out who I really *AM?*

YOU WANNA GIVE THE GIRL *TWO MINUTES*, SPIDER-MAN?

DOWN AMONG THE DEAD MEN

PART 3 OF 4

WHAT?

I SAID TWO MINUTES TO LET THE GIRL GET OUTTA HERE.

SHE'S GOT NOTHING TO DO WITH ANY OF THIS AND SHE'S ONLY GONNA GET HURT ONCE YOU AND ME GET STARTED, RIGHT? WHAT D'YOU SAY?

FINE BY ME.

YOU REALLY THINK I'M THAT *STUPID*, ELECTRO?

YOU REALLY THINK I DON'T *KNOW* YOU BY NOW?

SPIDER-MAN!

WHERE ARE YOU *GOING*, MISTER TOOMES? TURN INTO THE VULTURE AND *HELP* HIM, FOR GOD'S SAKE!

IT DOESN'T WORK THAT WAY, SWEETHEART! THE WINGS ARE JUST A COSTUME AND THEY'RE BACK AT THE HELMSLEY *ANYWAY!*

VULTURE!

GOING *NOWHERE*, TOOMES!

Not until I find out what you've done with Aunt May.

Not until I find out why your dusty old hands are white-knuckled around that suitcase.

GOD ALMIGHTY! GIMME A *HAND* HERE, MAX! HIT HIM WITH A *THOUSAND VOLTS* OR SOMETHING!

ADRIAN, YOU LET GO OF THAT SUITCASE AND YOU'RE THE ONE GETTING KENTUCKY-FRIED!

GAAH!

HOLY MOTHER OF JEEZUS.

THAT WAS ALL THE MONEY WE HAD, YOU IDIOT!

IT'S GONE, MAX. TWENTY MILLION DOLLARS SCATTERED ALL ACROSS THE NEIGHBORHOOD. WHAT ARE WE GONNA DO NOW?

I DUNNO, MAN, BUT I KNOW WHAT *YOU'RE* GONNA DO: YOU'RE GOING BACK TO GET THOSE WINGS AND THEN WE'RE GONNA CRUCIFY THIS CLOWN, YOU UNDERSTAND WHAT I'M SAYING HERE?

NO MORE *FUN AND GAMES*, ADRIAN! WE'RE GONNA GET DOWN THERE AND TAKE SPIDER-MAN *APART* FOR THIS!

Twenty million bucks, is that what they were paid to snatch Aunt May? Does this mean there was someone else involved?

What kind of ***THIRD PARTY*** would pay twenty million dollars to kidnap a septuagenarian with a ***COCOA HABIT?*** This doesn't make any sense.

HOW D'YOU LIKE THE NEW ***COSTUME***, SPIDER-MAN? THE CHICK WHO DOES MY WEB SITE HAD A FRIEND REDESIGN THIS FOR LESS THAN THREE THOUSAND BUCKS.

REALLY? AND I THOUGHT ***YOU*** WERE THE CROOK.

UNNH!

LOOKS TO ME MORE LIKE ***QUEER EYE FOR THE STRAIGHT GUY*** ANYWAY, DUDE.

NGCH!

MAN, WHERE DO YOU GET OFF SAYING ***MY*** SUIT LOOKS STUPID? AT LEAST MINE COMES WITH ***INSULATED BOOTS.***

WHAT?

AAGGHH!!!

OW!

WHAT'S THE *MATTER* WITH YOU, HUH? THAT ACTUALLY *HURT*, YOU, LITTLE RUNT!

UNNH!

Keep it together. Keep it together. Keep it together, Parker. You go down now and Aunt May's not coming back.

You let this idiot finish you off and they'll just bury her in the dirt beside Uncle Ben.

YOU GOT YOURSELF IN WAY OVER YOUR HEAD THIS TIME, SPIDER-MAN. THIS WAS JUST BETWEEN THE *BAD GUYS*. YOU SHOULDN'T EVEN BE INVOLVED.

YOU WOULDN'T *BELIEVE* THE STUFF WE GET UP TO BEHIND YOUR BACKS. YOU WOULDN'T BELIEVE THE STUFF WE DO THAT THE SUPER HEROES NEVER EVEN *HEAR* ABOUT.

What the hell's he talking about? How could these idiots kidnapping Aunt May *NOT* involve me?

Is it possible whoever's *MASTERMINDING* this crap never *TOLD* them who I really *WAS?*

NO!!

ELECTRO! LEAVE THESE PEOPLE ALONE!

THIS IS JUST BETWEEN YOU AND ME, MAN!

YEAH? WHO SAYS? YOU THINK WE'RE PLAYING BY THE MARQUIS OF QUEENSBERRY'S *RULES* OR SOMETHING?

YOU JUST COST ME AND TOOMES TWENTY MILLION DOLLARS AND I DUNNO ABOUT TOOMES, BUT I'M GONNA TAKE THAT OUTTA YOUR FRIGGIN' *COLON!*

MAX! STOP! DON'T DO THIS!

"MAX! STOP! DON'T DO THIS!"

ANY IDEA HOW *PATHETIC* YOU SOUND SOMETIMES?

THERE WERE *KIDS* IN THOSE CARS, YOU PIECE OF CRAP...

AND YOU DIDN'T THINK I WAS THIS *DANGEROUS*, HUH? YOU DIDN'T FIGURE I'D EVEN *THINK* OF STUFF LIKE SPARKING THE GAS IN THE FUEL TANK AND ALL SORTS OF CRAZY STUFF LIKE THAT?

WELL, PRISON GIVES YOU A LOTTA TIME TO JUST SIT AROUND AND TALK ABOUT NEW WAYS YOU CAN *USE* THESE FREAKY POWERS OF OURS, SPIDER-MAN.

IONIZING METAL WAS *DOCTOR OCTOPUS'* IDEA, BY THE WAY.

OH MY GOD...

CAPTAIN AMERICA

ADRIAN? IT'S ME. LISTEN, YOU GOTTA GET DOWN HERE, PAL. THIS FIGHT'S GOING LIKE A *DREAM*. YEAH, I KNOW ABOUT THE MONEY, BUT I THINK HE'S GOT THE FLU OR SOMETHING.

I'M COMPLETELY KICKING THE CRAP OUT OF HIM HERE AND YOU GOTTA GET A PIECE OF THIS BEFORE THE COPS SHOW UP.

NAH, NOBODY'S EVEN *APPEARED* YET. THAT'S THE BEAUTIFUL THING. I'D SAY WE GOT ANOTHER FIVE OR TEN...

WHAT? WHAT THE HELL ARE YOU *TALKING* ABOUT YOU'RE NOT AT THE HOTEL? I THOUGHT YOU SAID YOU COULD FLY AT A HUNDRED MILES AN HOUR OR SOMETHING?

NOT WITHOUT THE WINGS, I CAN'T. THAT'S WHY I HAD TO GO BACK TO THE ROOM, GENIUS. WITHOUT THE WINGS ALL I DO IS FLOAT AND THE WIND'S COMPLETELY AGAINST ME HERE.

I DIDN'T CALL FOR A WEATHER REPORT, ADRIAN. JUST GET YOURSELF DOWN HERE AND HELP ME FINISH HIM OFF, HUH?

I KNOW I'LL NEVER HEAR THE END OF IT IF YOU DON'T GET A FEW *KICKS AND PUNCHES* INTO THIS SON OF A...

HIT HIM!

NGH!

Forget the pain!

Forget whatever he's trying to say!

Don't even *LOOK* at that hazy, electromagnetic aura that only makes your head hurt anyway!

Just hit him till he can't get *UP* anymore!

UCHH!

AWWW, YOU LITTLE PUNK. I'M GONNA BURN YOUR FACE OFF FOR THIS. I'M GONNA CHARGE EVERY ATOM IN THIS ROOM AND LEAVE YOU LOOKING LIKE AN *OVERCOOKED STEAK*...

WHAT WAS THAT ABOUT YOU USING YOUR BRAIN MORE THESE DAYS?

OH SH...

NOW WHERE DID YOU *HIDE* HER, DIRT BAG?

WHERE DID YOU HIDE YOUR *HOSTAGE?*

WHAT?

MAY PARKER.

WHO?

DON'T PLAY GAMES WITH ME, MAX. THE OWL *TOLD* ME YOU KIDNAPPED THE OLD WOMAN AND UNLESS YOU TELL ME WHERE YOU PUT HER THIS FIST IS GOING RIGHT THROUGH YOUR FACE, MAN.

AW, GOD...

YOU REALLY ARE AN *IDIOT*, YOU KNOW THAT, SPIDER-MAN? A COMPLETE AND UTTER *MORON!*

YOU THINK THIS IS *FUNNY*, CREEP?

WHAT THE HELL'S SO DAMN FUNNY?

YOU KNOW, THE KINGPIN USED TO BE A MOVIE PRODUCER IN HIS SPARE TIME?

WHAT?

OH, YEAH. LOTSA BIG MOVIES BEEN BACKED BY THE MOB OVER THE YEARS. ALWAYS HAS BEEN, ALWAYS WILL BE.

NOT BECAUSE THEY APPRECIATE *CINEMA* OR NUTHIN'. JUST BECAUSE YOU GET YOUR *CASH* DRY-CLEANED BY INVESTING IT IN PICTURES AND *SOMETIMES* END UP WITH A NICE *RETURN.*

You remember that chase-movie last year with the Hollywood golden couple? The one that looked so damn sweet on paper, but got laughed outta the theaters?

Well, The Kingpin wasn't laughing. He was good for twenty million bucks of that picture and unless he got his money back, some ***FAMOUS HEADS*** were gonna roll.

That's where me and The Vulture came in. The Owl sent us out to collect the fat-man's old debt, but me and Toomes had ourselves a little ***BRAINWAVE.***

Owl was fresh out of jail. Owl was just ***RE-ESTABLISHING*** himself and didn't have a decent ***GANG*** together yet. What was stopping us from just ***DISAPPEARING*** with his twenty million?

OH, GOD...

DAMN *RIGHT* OH GOD. TRUTH IS WE'VE NEVER EVEN *HEARD* OF THIS CHICK YOU'RE LOOKING FOR, SPIDER-MAN.

TRUTH IS THE OWL JUST PLAYED YOU LIKE A FRIGGIN' *VIOLIN.*

AAAGHH!!

Suddenly, I'm thinking about the time I won the science prize; Aunt May standing up and clapping on her own, Flash Thompson giggling and whispering a dirty joke about her.

How did a clever little boy end up a ***BAG-MAN*** for ***THE OWL?*** Was I really so freaked out my ***BRAIN*** jammed up or something?

WOH!

FIRE A WEB! FIRE A WEB! ***C'MON,*** man, all you gotta ***DO*** is hit the middle of your palm and...

...squeeze.

I'm sorry, Aunt May. Sorry for this stupid hobby that keeps killing people I love. Now you're gonna die just like Uncle Ben and just like Uncle Ben...

...it's Peter Parker's fault.

HEY!

JEEZ, SOMEBODY WANNA PUNCH UP 911 OR SOMETHING?

WEE OOO WEE OOO WE

WEE OOO WEE OOO

MALE, TWENTIES, VICTIM OF CRIMINAL ELECTROCUTION FOLLOWED BY INVOLVEMENT IN AN R.T.A.

TRAUMA TEAM REQUIRED, POSSIBLE NEUROSURGICAL AND INTENSIVE CARE ISSUE. LET ORTHOPEDICS AND THE BURNS UNIT KNOW WHAT'S HAPPENING TOO, HUH?

EMERGENCY

YOU HEAR WHO THEY GOT COMING IN WITH ALL THESE GUYS?

DAREDEVIL, RIGHT?

MAN, I HEARD IT WAS *PASTE-POT PETE* FROM THE *FRIGHTFUL FOUR*. I ALREADY CALLED MY WIFE AND PROMISED I'D GET A PICTURE WITH THAT FRIGGIN' LOSER.

OUTTA THE WAY! C'MON, CLEAR A PATH! THIS GUY'S LOSING A LOT OF BLOOD HERE, PEOPLE!

AW, JEEZ...

THE HELL ARE YOU DOING TAKING *PICTURES*, FAT-BOY?

WHOA! SORRY. DIDN'T REALIZE THERE WAS A *RULE* OR ANYTHING, MAN...

EMS PARAMEDIC

CITY OF NEWYORK

THE GUY'S AS BAD AS HE LOOKS, DOC: FULL THICKNESS BURNS TO HIS UPPER CHEST AND SHOULDER WITH EARLY TISSUE EDEMA AND A FRACTURE DISLOCATION OF HIS HUMERAL HEAD.

JUST GET HIM UP ON THE TABLE.

I THINK HE'S GOING TO NEED A LITTLE INTUBATION IF HIS AIRWAY'S AS COMPROMISED AS IT LOOKS. YOU WANT TO GET THAT SILLY *MASK* OFF?

WHAT ARE YOU TALKING ABOUT?

YOU CAN'T TAKE HIS MASK OFF. WHAT ABOUT HIS *SECRET IDENTITY?*

WHAT THE HELL ARE YOU, NINE YEARS OLD? JUST PASS ME THE SCISSORS BEFORE THIS GUY *CHOKES* TO DEATH, ROBINSON.

STRETCHIER THAN IT *LOOKS*, HUH?

OKAY.

NOW LET'S GET DOWN TO *BUSINESS...*

HI, THIS IS MARY JANE. PETEY AND I ARE OUT RIGHT NOW, BUT IF YOU'D LIKE TO LEAVE A MESSAGE, WE'LL CALL YOU BACK THE SECOND WE GET HOME.

BEEP!

To Do!
CALL AUNT MAY
LAUNDRY

PETER, IT'S ME. LISTEN, I KNOW THERE'S NO WAY YOU'RE GONNA BE HOME THIS EARLY, BUT I JUST WANTED TO LET YOU KNOW I'M CATCHING THE FIRST FLIGHT BACK TO NEW YORK IN THE MORNING.

I'VE BEEN STUCK IN THIS STINKING MOTEL ALL NIGHT AND I'M FREAKING OUT EVERY TIME SOMEBODY EVEN WALKS PAST THE DOOR, TIGER.

IT'S HORRIBLE. THIS JUST FEELS LIKE THE WORST ONE EVER AND I DON'T WANT TO BE SITTING HERE CHECKING MY *E-MAIL* WHILE YOU'RE GOING THROUGH HELL BACK THERE LOOKING FOR MAY.

CABLE TV
POOL

OR...

BESIDES, IF I'D REALLY BEEN A TARGET THEY'D HAVE SNATCHED *ME* INSTEAD OF *MAY* SO IT REALLY DOESN'T MATTER WHETHER I'M HIDING OUT HERE IN THE STICKS OR...

OH MY GOD.

...WHERE SEVENTEEN CASUALTIES, ONE OF WHOM IS RUMORED TO BE SPIDER-MAN HIMSELF, ARE BEING TREATED RIGHT BEHIND ME HERE AT THE NEW YORK METHODIST HOSPITAL.

MAX DILLON, THE SUPER-CRIMINAL KNOWN AS ELECTRO, WAS ALSO INJURED DURING THIS ATTACK. HOWEVER, POLICE HAVE YET TO CONFIRM REPORTS THAT DILLON NEVER REACHED THE HOSPITAL...

I DON'T CARE *WHOSE* FAULT IT IS. YOU KNOW THE PROCEDURE: ANY SUPER-PEOPLE BROUGHT IN HERE GET MARKED UNDER ASSUMED NAMES AND A MEDIA BLACKOUT IS OUR FIRST PRIORITY.

YOU SEE THAT LITTLE CIRCUS OUT THERE? YOU HAVE ANY IDEA HOW MANY LIVES ARE NOW AT RISK FROM SOME HALF-BAKED GREEN GOBLIN KNOCK-OFF HOPING TO MAKE A NAME FOR HIMSELF?

I SWEAR TO GOD, IF I FIND OUT YOU'RE THE ONE WHO'S BEEN GETTING A KICKBACK FROM THE *NEWSPAPERS*...

THE HELL WAS *THAT?*

OUT OF MY WAY, LITTLE MAN.

OH MY GOD! WHAT'S GOING ON IN THERE?

I *DUNNO*, SIR. THEY'VE LOCKED THE *DOOR!*

THIS ISN'T FAIR! YOU CAN'T *DO* THIS! HE DOESN'T EVEN KNOW WHERE HE *IS*, YOU JERK!

TAKE A LOOK AT THE *DISCOVERY CHANNEL*, SWEETHEART.

THIS IS WHAT VULTURES *DO*.

MARVEL KNIGHTS SPIDER-MAN #4
TERRY DODSON, RACHEL DODSON & MATT MILLA

DOWN AMONG THE DEAD MEN

PART 4 OF 4

OH, PETER. YOU'RE LIKE A LITTLE BROKEN BIRD LYING THERE. I *TOLD* YOU THIS WOULD HAPPEN IF YOU DIDN'T STOP ALL THAT SPIDER-MAN SILLINESS.

...AUNT MAY?

IS THAT YOU?

OF COURSE IT'S ME, SWEETIE. WHO *ELSE* WOULD IT BE? SURPRISED TO SEE ME BACK AFTER THAT WHOLE *KIDNAPPING ORDEAL?*

YEAH, SURE. IT'S JUST...

OH, AUNT MAY. IT'S SO GOOD TO SEE YOU AGAIN, BUT I DON'T UNDERSTAND. HOW DID YOU GET *AWAY* FROM THIS GUY? WHO DID IT TURN OUT TO *BE?*

GOSH, THAT DOESN'T MATTER ANYMORE, PETER. HE'S IN JAIL NOW WITH ALL THE OTHER NAUGHTY BOYS, AND YOU CAN THANK CAPTAIN AMERICA AND THE AVENGERS FOR PUTTING HIM THERE.

THEY GOT ME OUT OF THAT PLACE, WITHOUT SO MUCH AS A SCRATCH, AND PROMISED US THEY'RE JUST A PHONE CALL AWAY IF YOU'RE EVER IN *ANOTHER* TIGHT SPOT LIKE THAT AGAIN.

REALLY?

NO, SILLY-BOY. THIS IS JUST THE *MIDAZOLAM* THE DOCTORS PRESCRIBED INDUCING MILD HALLUCINATIONS.

THE VULTURE'S WALKING TOWARDS YOUR BED EVEN AS WE SPEAK.

DIDN'T YOU HEAR THAT LITTLE GRUNT FROM THE NURSE AS HE TWISTED HER *HEAD* ALL THE WAY AROUND?

OKAY, SPIDER-MAN.

LET'S GET DOWN TO *BUSINESS* HERE...

NO STRUGGLING, BOY. IT'LL ALL BE OVER SOON. I'M NOT A SADISTIC MAN. THIS WON'T TAKE ANY LONGER THAN IT HAS TO.

ALL I WANT IS A PEEK BENEATH THOSE BANDAGES FIRST, TO SEE JUST WHO YOU *WERE* ALL THESE YEARS.

His gloves stink of nicotine and what smells like beef jerky. He's heavier than he looks, wriggling around and giggling through those awful yellow teeth, excited as he picks away.

The clock's too small. The cups are made of plastic. I need to reach something with a little more *WEIGHT*...

UNNGH!

Bull's-eye!

FREEZE OR WE BLOW YOU A NEW ONE, VULTURE!

GO AHEAD AND MAKE MY DAY, DIRTY HARRY...

Get your act together, Parker. Not feeling your feet is completely irrelevant. You've gotta get up and protect these...

BANG!

BANG!

AGHGHGH!

HOLY JEEZ!

HOLD YOUR FIRE, YOU IDIOT!

SECURITY

OH, GOD. I DIDN'T MEAN TO SHOOT HIM. I WAS AIMING AT...

OH MY GOD.

HIT BY A CAR, DOPED UP ON PAIN-KILLERS, AND *SHOT* A COUPLE OF TIMES? YOU'RE NOT EXACTLY HAVING A GOOD DAY, SPIDER-MAN.

BUT THAT'S GOOD. BECAUSE I'M NOT HAVING A GOOD ONE EITHER AND IT'S ALL DOWN TO YOU, AND THAT TWENTY MILLION BUCKS OF OURS YOU SCATTERED ACROSS THE CITY.

YOU KNOW WHAT I WAS GONNA DO WITH MY SHARE OF THAT MONEY? YOU KNOW WHAT I WAS GONNA SPEND IT ON?

MY GRANDSON, SPIDER-MAN! THAT MONEY WAS GONNA PAY FOR MY GRANDSON'S LEUKEMIA TREATMENT, YOU LOUSY LITTLE SLEAZE!

AGH!

STUPID BIRDS NEARLY TOOK MY *EYE* OUT!

GOD!

DIDN'T KNOW I *HAD* A FAMILY, HUH? WELL, NEITHER DID I UNTIL MY DAUGHTER-IN-LAW SHOWED UP AT RIKER'S WITH THE MOST BEAUTIFUL BABY BOY YOU EVER SAW IN YOUR LIFE.

SHE SAID HER HUSBAND WAS DOING TIME FOR ARMED ROBBERY OVER IN DELAWARE, AND SHE WANTED HER BOY TO *MEET* ME BEFORE SOME SUPER-PUNK DROPPED A *TRUCK* ON ME OR SOMETHING.

"OF COURSE, I DIDN'T BELIEVE A WORD UNTIL SHE SHOWED ME THE PICTURES AND THE LETTERS AND THE COUPLE'A BIRTHDAY CARDS I'D SENT THE BOY'S MOTHER. THEN IT ALL CAME FLOODING BACK.

"I HAD A *FAMILY*, SPIDER-MAN. EVERY WEEK FOR SIX ENTIRE MONTHS THEY *VISITED* ME IN THAT DUMP AND, WHEN THEY LET ME OUT, I SAW THEM *TWICE* A WEEK.

"DO YOU HAVE ANY IDEA HOW MUCH HARDER THAT MADE IT? DO YOU HAVE ANY IDEA HOW *BAD* I TOOK IT WHEN THEY FOUND THAT LITTLE KID'S HORRIBLE DAMN *LUMP?*"

HALF A MILLION BUCKS: THAT'S WHAT THE DOCTORS SAID. HALF A MILLION BUCKS AND HE MIGHT HAVE A CHANCE.

TEN MILLION, ON THE OTHER HAND: THAT'D GET HIM THE BEST CANCER TREATMENT MONEY COULD BUY AND SET MY LITTLE PRINCE UP FOR THE REST OF HIS LIFE.

THAT'S WHY I WANTED THE *MONEY*, SPIDER-MAN!

TEN MILLION BUCKS IS CHICKEN-FEED TO GUYS LIKE KINGPIN AND THE OWL, BUT IT'S THE DIFFERENCE BETWEEN LIVING AND DYING FOR MY LITTLE *GRANDSON!*

AH, GET THOSE STUPID *BANDAGES* OFF AND YOU'LL HEAR ME!

WHAT?

MY GOD.

DID YOU JUST...?

OH MY GOD...

I DON'T *BELIEVE* THIS. ALL THOSE FRIENDS OF MINE YOU PUT AWAY...I JUST ASSUMED YOU'D HAVE TO *BE* SOMEBODY, BUT *LOOK* AT YOU! YOU'RE A *NOBODY!*

YOU COULD BE *PUMPING GAS* OR *STACKING SHELVES* WHEN YOU'RE NOT DOING THIS!

JEEZ, THIS IS *DEPRESSING...*

ALL THOSE YEARS OF GETTING *BEATEN* BY A *NOBODY.*

Great: Here I am falling to my death. Ho hum!

I always assumed I'd slip this mortal coil deactivating a bomb or rescuing a cat or something, but unfortunately we're not consulted on these trivial matters.

Maybe this is just ***KARMA*** catching up with me. Maybe this is payback for screwing up the one decent thing The Vulture's ever ***DONE*** in his miserable life.

Take a bow, Mister Parker. You've just helped out some very bad, fat crooks and now some little kid's about to die on top of everything else that's hit the fan.

Web-Shooters aren't working. God, what am I talking about? I'm not even ***WEARING*** my Web-Shooters.

What the hell am I doing here anyway, and why am I so ***RELAXED*** about all this? Is my head still messed up from those drugs? Could I still be lying in that hospital bed?

Man, wouldn't ***THAT*** be something? What if this was all just another chemical hallucination?

What if this entire scenario was just going on in my head, and I'm really still lying back there in those starched, white sheets and...

UUNNH!!

What the *HELL?*

Felicia?

LUCKY FOR YOU THE *GOOD* GUY'S GOT A TV TOO, PARKER.

What the hell's *GOING* ON here?

NO, NO, NO, NO--

NO!

Go limp. Feathers and fur everywhere. A clock ticks, a copyboy scratches his nose, a ledge as big as the world sticks its neck out and...

GOT IT!

Stay straight, Parker. Focus on the brickwork. Just imagine how much it's going to *HURT* if your head watermelons against that sidewalk down there.

Stay straight and everything's going to be *FINE*...

BLACK CAT? *BLACK CAT?* YOU'LL BE A *BLACK MARK* ON THE SIDE OF THAT *BUILDING* BY THE TIME *I'M* DONE, YOU STUPID *SKANK!*

GUM

MY GOD.

WHAT'S THE *MATTER* WITH YOU PEOPLE? THIS GUY *TOUCHES* YOU HE'LL *KILL* YOU...

GET THE HELL UNDER THOSE TABLES!

WORRY ABOUT *YOURSELF*, HONEY!

YOU'RE JOKING, RIGHT?

YOU'RE NOT EXACTLY DOCTOR DOOM!

HUTTT!

GAAAHH!

UUSSHH!

YOU *MORON!* THIS SUIT UPS MY STRENGTH BY FIVE HUNDRED PERCENT! I COULD PUNCH A HOLE IN YOU WHILE I'M WEARING THIS!

THAT'S WHY I'M TAKING IT *APART*, TOOMES.

WITHOUT THE SUIT YOU'RE JUST ANOTHER OLD MAN IN HIS FIVE-DAY-OLD *UNDERWEAR!*

LET'S SEE HOW GOOD YOU FLY WITHOUT A *NAVIGATION SYSTEM!*

UUNGH!

Got to stay straight. Blood's so damn *SLIPPERY* on this glass, but only another ten or fifteen feet and I'm...

DON'T FORGET TO CAPITALIZE -PEEPS

5

...*HOME* and *DRY*.

OH, JEEZUS...

WHAT ARE YOU DOING WORKING FOR A LUNATIC LIKE *THE OWL*, FELICIA? I THOUGHT YOU WENT *STRAIGHT* A WHILE BACK. AREN'T YOU SOME KIND OF *PRIVATE INVESTIGATOR* NOW?

YEAH, BUT THERE'S ONLY SO MANY *CHEATING HUSBANDS* AND *INSURANCE FRAUDS* OUT THERE, ADRIAN.

I DON'T MIND HUNTING DOWN THE *OCCASIONAL* PIECE OF TRASH IF IT MEANS A LITTLE EXTRA *POCKET MONEY*.

YOU ANY IDEA HOW MUCH TIME I WASTED *LOOKING* FOR YOU IDIOTS DOWN IN *FLORIDA*?

FELICIA, *PLEASE*... JUST *LISTEN* TO ME FOR A SECOND. THIS WHOLE THING AIN'T AS STRAIGHTFORWARD AS IT *LOOKS*, HONEY.

I WAS JUST TRYING TO HELP MY *GRANDSON* OUT, DON'T YOU *GET* IT? THE BOY'S JUST BEEN SO DAMN SICK AND THAT MONEY--

MY *CUT* OF THAT MONEY WE STOLE WOULD HAVE GONE TOWARDS HIS *CANCER* TREATMENT--

STONES THE SIZE OF *WATERMELONS*, TOOMES. I'LL GIVE YOU *THAT* MUCH, OLD MAN.

WHAT?

I'M SERIOUS...

ME TOO.

TOUCH MY *EX* AGAIN AND *I'LL KILL* YOU.

FELICIA!

THE MEATPACKING DISTRICT, MANHATTAN

HIS EYES ARE REACTING TO THE LIGHT, MISTER OWL. I THINK HE'S WAKING UP.

ABOUT TIME TOO, DOCTOR WINKLER. IT'LL BE DUSK AGAIN IN A COUPLE OF HOURS, AND I DON'T WANT TO WASTE SUCH A BEAUTIFUL NIGHT STUCK IN *THIS* DUSTY, OLD DUMP.

PLEASE, DON'T EVEN *TRY* TO MOVE, ELECTRO. THE GOOD DOCTOR HERE HAS TAKEN THE PRECAUTION OF A ***HALOPERIDOL*** SHOT TO NEUTRALIZE THOSE NASTY, LITTLE SHOCKS OF YOURS.

WHHUH?

SADLY, THIS SAME COMPOUND NEUTRALIZES ALL YOUR MOTOR FUNCTIONS, TOO, WHICH IS WHY WE HAD TO TIE YOU TO THAT CHAIR, I'M AFRAID.

THE ROPES ARE THE ONLY THING KEEPING YOU UPRIGHT NOW, MISTER DILLON. THE ONLY MESSAGES YOUR BRAIN CAN UNDERSTAND ARE ***PAIN-SIGNALS.***

OWL?

NOW YOU BE A BRAVE BOY, EH? DON'T TRY TO LIE AND PRETEND THAT YOU DIDN'T STEAL MY MONEY, BECAUSE YOU'RE ONLY GOING TO MAKE THINGS WORSE FOR YOURSELF.

JUST ADMIT WHAT YOU DID AND TAKE YOUR ***PUNISHMENT.*** YOU KNOW I'M HARDLY GOING TO KILL A USEFUL HENCHMAN AS I REBUILD MY CAREER FROM THAT ***DAREDEVIL*** FIASCO.

OWL, *PLEASE!* IT WASN'T *ME!* IT WAS *THE VULTURE, I SWEAR!* JUST GET ME OUTTA HERE AND I'LL EVEN HELP YOU *FIND* THE CROOKED, OLD GOAT!

LIKE YOU WERE GOING TO FIND MY TWENTY MILLION DOLLARS? I DON'T *THINK* SO, ELECTRO.

NO, NEVER SEND A MAN TO DO A *WOMAN'S* JOB, EH, BOYS?

WH-WHAT ARE YOU *TALKING* ABOUT?

THE BLACK CAT ALREADY *FOUND* TOOMES AND DROPPED HIM OFF WITH MY ASSOCIATES THIS AFTERNOON.

SHE'D BEEN SEARCHING FOR YOU BOTH DOWN IN FLORIDA FOR A WHILE SO I DON'T SUPPOSE SHE WAS IN THE BEST OF *MOODS* WHEN SHE *CAUGHT UP* WITH YOUR OLD PARTNER IN CRIME.

OWL, FOR GOD'S SAKE...

TAKE THE BLANKET OFF AND SHOW HIM WHAT *HAPPENS* TO SOMEONE WHO STEALS FROM THE OWL'S NEST, GENTLEMEN...

UUHHU... HUUNNN...

OH, GOD! OH, ADRIAN! OH, JEEZUS GOD, NO!

TOOWIT-TWOO, MISTER DILLON.

TOOWIT-TWOO.

TEASER ONE:

TEASER TWO:

TEASER THREE:

TEASER FOUR:

JONAH, I'D LIKE YOU TO MEET SAUL FISCHER...

...SAUL HERE'S AN ORDERLY DOWN AT NEW YORK METHODIST, AND HE'S GOTTEN US A LOT OF GREAT PICTURES THESE LAST COUPLE OF YEARS. TELL HIM SOME OF THE PICS YOU *GOT* FOR US, SAUL.

I'M THE GUY THAT TOOK THAT SHOT OF DAZZLER AFTER HER OVERDOSE, MISTER JAMESON. AND THE KINGPIN EATING THROUGH A STRAW AFTER DAREDEVIL MESSED HIM UP? THAT WAS ONE OF MINE, TOO.

YEAH? YOU'RE SO GREAT HOW COME I NEVER HEARD OF YOU, FATSO?

UH...

WELL, WE COULDN'T RUN SAUL'S NAME WITHOUT COMPROMISING HIS POSITION AT THE HOSPITAL, CHIEF, BUT, BELIEVE ME, THAT'S ALL ABOUT TO CHANGE WITH *THIS* LITTLE SNAP.

ROBERTSON, WHAT HAVE I TOLD YOU ABOUT TALKIN' STUFF UP IN FRONT OF THE FREELANCERS? EVERY ADJECTIVE YOU USE TO *DESCRIBE* THIS JUNK'S ANOTHER ZERO I GOTTA ADD AT THE END OF THE...

...

SNN

THESE PICS FOR REAL?

AS REAL AS YOU OR ME, J.J.J.; SPIDER-MAN WITHOUT HIS MASK AND LYING ON A HOSPITAL GURNEY. WHAT DO YOU *THINK?*

I THINK THAT'S ONE VERY FAMILIAR *FACE...*

MARVEL KNIGHTS SPIDER-MAN #5
FRANK CHO & LAURA MARTIN

VENOMOUS

PART ONE OF FOUR

JFK INTERNATIONAL AIRPORT

SMASH TERRORISM

RICHARD DEEN

VENOM

MR. MARC NATHAN

MIKE McSWIGGIN

IS THIS SOME KIND OF *JOKE?* ARE YOU TRYING TO GET A *RISE* OUT OF ME OR SOMETHING?

UH, NO WAY, MISTER BROCK. IT'S JUST THEY TOLD ME YOUR REAL NAME WAS STILL A *SECRET,* SO I THOUGHT THIS MIGHT SEEM LIKE A CLEVER *DOUBLE-BLUFF.*

LOOK, JUST SHUT UP AND MAKE A CALL TO WHOEVER IT IS THAT'S *FUNDING* THIS LITTLE ENTERPRISE.

TELL THEM I WANT STRAWBERRIES AND CHAMPAGNE *COOLING* IN THE *FRIDGE,* THE SUITE SPRINKLED WITH *ROSE PETALS,* AND *RACHMANINOFF* PLAYING GENTLY IN THE *ELEVATOR.*

NO SENSE MAKING MY LAST FEW DAYS ON EARTH ANY MORE UNPLEASANT THAN THEY *HAVE* TO BE, RIGHT?

Not a lot of people know this, but there's a microscopic part of me that never really sleeps no matter how exhausted I am.

It's a basic survival skill I've nicknamed my spider-sense, and it keeps me up to speed on anything that's happening in my immediate vicinity.

Example: Right now, I'm in a deep, delta-wave dream about Johnny Storm's old flame from The Inhumans, but I know for a fact that Mary Jane is tearing open an envelope.

Her heart's racing. Her fingers are a little clumsy. The flesh on her arms is starting to goose-pimple and one side of my brain sends a telegraph to the other.

THIS IS A FINAL NOTICE

OUR ACCOUNT WILL BE TURNED OVER TO A COLLECTION AGENCY!

"WAKE UP, PARKER," it screams in uppercase letters. "WAKE UP AND FIND OUT WHAT THE PROBLEM IS HERE!"

Being a good boy, I oblige...

THIS IS A FINAL NOTICE

YOUR ACCOUNT WILL BE TURNED OVER TO A COLLECTION AGENCY!

MARY JANE!!

OH MY GOD.

WHAT'S WRONG WITH HIM, FELICIA? WHAT HAPPENED?

NOTHING. HE'S FINE. HE JUST WOKE UP AND DIDN'T KNOW WHERE HE WAS FOR A SECOND, BUT EVERY-THING'S OKAY NOW. RIGHT, PETER?

F-FELICIA? WHAT ARE *YOU* DOING HERE?

YOU WERE FIGHTING THE VULTURE, REMEMBER?

HE ATTACKED YOU IN THE HOSPITAL AND DROPPED YOU OUT OF THE SKY. BUT IT'S ALL BEEN TAKEN CARE OF, HONEY. I'VE STRAIGHTENED EVERYTHING OUT.

GOD, MY *HEAD!* HOW LONG HAVE I BEEN OUT?

TWO AND A HALF DAYS, BELIEVE IT OR NOT. MOVE OVER AND GIVE ME A LITTLE *ROOM* HERE, HUH?

YOU'VE NO IDEA HOW CLOSE WE CAME TO JUST PACKING IN THE WHOLE SECRET IDENTITY THING AND TAKING YOU BACK TO THE HOSPITAL. DID YOU KNOW YOU GOT SHOT?

YEAH, TWICE. WHO DID THE SEWING?

I'M *THE BLACK CAT*, REMEMBER? WOULDN'T BE MUCH OF A SUPER-VILLAIN IF I DIDN'T KNOW HOW TO PATCH UP A BULLET WOUND.

THANKS, FELICIA.

OH MY GOD! WHAT ABOUT *AUNT MAY?* HAVE THERE BEEN ANY MORE MESSAGES FROM THE *KIDNAPPER?*

NO, NOTHING. THINGS ARE JUST THE WAY THEY WERE, PETER. NOTHING HAPPENED THE WHOLE TIME YOU WERE *UNCONSCIOUS.*

WELL, I'D HARDLY SAY *NOTHING* HAPPENED...

WHAT ARE YOU TALKING ABOUT?

C'MON, MARY JANE. YOU WERE GOING TO HAVE TO TELL HIM *SOONER* OR LATER.

CRAPPY NEWS...

DAILY BUGLE
SPIDER-MAN UNMASKED

SPIDER-MAN UNMASKED

OH GOD. WHERE DID THEY *GET* THIS?

I DUNNO. SOMEBODY AT THE HOSPITAL, I GUESS.

I'M FINISHED. THE SECRET'S OUT. WE'RE GOING TO HAVE TO LEAVE THE CITY, MARY JANE. WE'RE GOING TO HAVE TO GET OUT OF HERE BEFORE EVERY LUNATIC IN A PAIR OF *TIGHTS* COMES AFTER US.

DAILY BUGLE
COLLEGE FINALS
ST. JOHNS WINS!

WILL YOU *RELAX?* NOBODY KNOWS THE SECRET. YOUR FACE IS TOO BEATEN UP FROM *ELECTRO* TO BE IDENTIFIED.

THE ONLY THING THEY KNOW FOR SURE IS THAT YOU'RE NOT CHINESE! THAT'S WHY THEY'RE RUNNING THE *BIG COMPETITION.*

WHAT COMPETITION?

J. JONAH JAMESON IS OFFERING FIVE MILLION BUCKS TO ANYONE WHO IDENTIFIES THE GUY IN THE PICTURE. HE'S OFFERING A REWARD FOR SPIDER-MAN'S *SECRET IDENTITY.*

WHAT? *AGAIN?*

THE WHOLE CITY'S GOING NUTS ABOUT IT, PETER. IT'S ALL OVER THE NEWS AND JAMESON'S ON EVERY CHANNEL GRINNING LIKE A CHESHIRE CAT.

MAN, I JUST WANT TO GO BACK TO SLEEP AGAIN.

$5 MILLION CASH OFFER

DAILY BUGLE SPIDER-MAN UNMASKED

TAKE IT EASY. YOU'LL GET THROUGH THIS. EVEN *THE OWL* SAYS HE'S GOING TO KEEP AN EYE OUT FOR YOUR MISSING PERSONS AS A THANK-YOU FOR HELPING US BAG *ELECTRO* AND *THE VULTURE.*

YOU'RE WORKING FOR *THE OWL* NOW?

JUST A FEW JOBS HERE AND THERE. HE KNOWS WHAT I'LL DO AND WHAT I'M *NOT* GOING TO DO. HE'S ACTUALLY VERY RESPECTFUL.

HE'S A *GANG BOSS,* FELICIA. HE'S ORDERED PEOPLE'S EXECUTIONS.

SO'S HALF THE ELECTED OFFICIALS IN THIS COUNTRY, PETER. I DON'T JUDGE HOW *YOU* LIVE YOUR LIFE.

DIFFERENCE IS I DON'T *HURT* PEOPLE FOR A LIVING.

WELL, *THAT'S* OPEN TO DEBATE RIGHT NOW.

GUYS, PLEASE. I REALLY DON'T THINK THIS IS THE TIME TO REMIND OURSELVES WHY YOU TWO AREN'T *DATING* ANYMORE.

I'M SORRY, PETER. I SHOULDN'T HAVE *SAID* THAT.

NO, YOU'RE RIGHT. YOU'RE ABSOLUTELY RIGHT, FELICIA. I'M IN NO POSITION TO JUDGE WHAT YOU DO FOR MONEY. YOU'RE A GOOD FRIEND AND I'M GRATEFUL FOR EVERYTHING YOU'VE DONE HERE.

LISTEN, I'M SUPPOSED TO BE MEETING A STOOLIE FOR *LUNCH* IN TWENTY MINUTES. HE KNOWS EVERYTHING GOING DOWN AROUND TOWN SO I'LL CALL YOU IF HE COMES UP WITH ANYTHING.

THANKS, BABE. YOU SURE YOU GOT ALL YOUR THINGS?

YEAH, SPANDEX AND STUFF IS IN THE BAG WITH MY MAKEUP AND EVERYTHING. YOU *LOOK AFTER* THIS GUY, HUH? AND JUST CALL IF HE GIVES YOU ANY CRAP ABOUT GOING OUT ON PATROL TONIGHT.

HAHAHA! DEFINITELY.

Please don't look so sad, MJ. Please don't look like Black Cat and I have so much more in common than you and I do.

I'm a high school geek who keeps his book collection in alphabetical order, for God's sake. You're a supermodel who is, and always will be, *WAY* out of my league.

MATT MURDOCK CALLED AND SAID HE'LL DO ANYTHING HE CAN TO HELP.

NICK FURY LEFT A MESSAGE, TOO, AND SAID HE'S ARRANGED FOR ONE OF THE X-MEN'S ***PSYCHICS*** TO SEE YOU TOMORROW NIGHT.

ANY WORD FROM STEPHEN STRANGE?

JUST THAT HE'S TRIED EVERYTHING HE CAN ***THINK*** OF AND EVEN ***HE*** CAN'T FIND A TRACE OF HER ***ANYWHERE.***

WHAT ABOUT YOUR AUNT ANNA?

I JUST SAID WE'D SENT MAY ON A SURPRISE VACATION, SO WE WERE SENDING HER ON ONE, TOO. JUST TO GET HER OUT OF THE WAY FOR A COUPLE OF WEEKS.

BRILLIANT. ALL WE NEED TO DO NOW IS COME UP WITH A GOOD REASON WHY I'VE BEEN OUT OF ***SCHOOL*** FOR A FEW DAYS.

VIRAL PNEUMONIA.

WHAT?

IT WAS THE FIRST THING THAT CAME INTO MY HEAD AND SOUNDED FAR-FETCHED ENOUGH TO BE COMPLETELY BELIEVABLE.

I LOVE YOU, YOU KNOW THAT? I'D LOVE YOU MORE IF YOU'D STAYED OUT OF THE CITY LIKE I ASKED, BUT I DON'T KNOW WHAT I'D ***DO*** WITHOUT YOU, MJ.

LISTEN, NOW THAT YOU'RE AWAKE, WHAT DO YOU WANT TO DO HERE? YOU THINK THIS MIGHT BE THE TIME TO COME CLEAN?

ABOUT ***WHAT?***

SPIDER-MAN. WE ALWAYS SAID IF THINGS EVER GOT TOO OUT OF CONTROL, WE'D JUST GO TO THE ***POLICE***, RIGHT?

GOING PUBLIC WOULD DEFINITELY MAKE IT EASIER TO FIND MAY, BUT THERE'D BE NO GOING BACK. WHAT DO YOU THINK, PETER? IS THIS THE TIME TO CALL IT QUITS?

I DON'T THINK SO. THIS IS WHAT HAPPENS WHEN *ONE* PSYCHOPATH FINDS OUT WHO I REALLY AM. GOING PUBLIC JUST OPENS UP EVERYONE WE KNOW TO EVERY LUNATIC I'VE EVER *FOUGHT*.

AS LONG AS YOU KNOW WHAT YOU'RE *DOING*, BABY.

IN THE MEANTIME, I SAY WE SIT DOWN AND TAKE A LOOK AT WHAT WE'RE DEALING WITH HERE. LET'S RUN THROUGH EVERYBODY WHO KNOWS YOUR SECRET IDENTITY AND SEE IF WE CAN FIGURE THIS OUT BY OURSELVES.

OKAY, DOCTOR OCTOPUS, THE VULTURE, THE SCORPION, THE SHOCKER, ELECTRO AND SANDMAN DON'T KNOW YOU FROM ADAM, RIGHT? BUT THE *GREEN GOBLIN* KNOWS THE TRUTH. WHAT ABOUT HIM?

ACTUALLY, HE WAS MY FIRST CHOICE, BUT OSBORN WAS IN *POLICE CUSTODY* WHEN AUNT MAY DISAPPEARED, SO THERE'S *NO WAY* HE COULD HAVE DONE THIS.

WHAT ABOUT ONE OF HIS PSYCHO FRIENDS? YOU KNOW, AS REVENGE FOR CATCHING HIM AND RUINING HIS *BUSINESS* AND EVERYTHING?

IT STILL DOESN'T ADD UP. WE'D HAVE HEARD SOMETHING BY NOW. OSBORN'S BEEN MAD AT ME A MILLION TIMES AND NEVER PULLED A STUNT LIKE THIS BEFORE. THIS SMACKS OF SOMEBODY WHO JUST *FOUND OUT*.

WHAT ABOUT *HARRY* OSBORN?

HARRY'S *DEAD, MJ.*

YEAH, I KNOW, BUT WE ALL THOUGHT NORMAN WAS DEAD FOR A LONG TIME, TOO. HAVEN'T YOU NOTICED THE WAY OUR SOCIAL CIRCLE KINDA HAS A HABIT OF *COMING BACK?*

NO, NOT THIS TIME, HONEY. I SAW THEM PUT HARRY IN THE GROUND. THIS DEFINITELY ISN'T HIM. *TRUST* ME.

WHAT ABOUT *VENOM?*

YOU THINK *HE* WOULD DO SOME-THING LIKE THIS?

DEET DEET!
DEET DEET!
DEET DEET!
DEET DEET!
WHAT'S THE MATTER? AREN'T YOU GOING TO ANSWER IT?
HELLO?
MISTER PARKER? MISTER *PETER* PARKER? THIS IS THE COMPACTCARD LATE PAYMENT DEPARTMENT AT COMPACTCARD CREDIT, SIR. COULD YOU EXPLAIN WHY YOU'VE BEEN IGNORING OUR *FINAL DEMANDS?*
WHAT?
ACCORDING TO OUR COMPUTER, WE'VE SENT YOU SIX LETTERS IN THE LAST EIGHT WEEKS CONCERNING CREDIT CARD DEBTS AMOUNTING TO ALMOST TWENTY-FIVE THOUSAND DOLLARS, SIR.
IF YOU'D REPLIED TO THESE LETTERS, WE COULD HAVE WORKED OUT A REPAYMENT PLAN, BUT I'M AFRAID THIS MATTER IS OUT OF OUR HANDS AND HAS BEEN PASSED TO OUR ATTORNEYS FOR RETRIEVAL.
WHAT? WHAT ARE YOU TALKING ABOUT? THE BANK AUTOMATICALLY PAYS ALL OUR CREDIT CARD BILLS. THERE'S GOTTA BE SOME MISTAKE HERE.
IT SAYS ON THE COMPUTER THAT THE BANK RETURNED EVERY PAYMENT REQUEST FOR THE LAST THREE MONTHS, MISTER PARKER. REASON GIVEN HERE'S "INSUFFICIENT FUNDS."

C'MON, THERE'S PLENTY OF MONEY IN THAT ACCOUNT.

I'M AFRAID YOU'LL HAVE TO TAKE THAT UP WITH YOUR BANK, SIR.

OH, DON'T WORRY, LADY. WE WILL.

BLEEP!

MAN, CAN YOU *BELIEVE* THESE IDIOTS? WHERE'S THE NUMBER FOR THAT BANK? I'M GONNA CALL THE MANAGER NOW AND GO ABSOLUTELY--

WHAT'S UP, MJ? SOMETHING WRONG?

I THINK YOU AND I NEED TO HAVE A SERIOUS *TALK*, PETER.

I STILL CAN'T BELIEVE YOU NEVER TOLD ME WE WERE HAVING MONEY PROBLEMS. I MEAN WHAT DID YOU THINK I WAS GOING TO DO? PUSH YOU OFF A BUILDING?

IT'S NOT THAT. I JUST FELT, WELL...REALLY *STUPID* ABOUT GETTING US INTO THIS MESS AND HOPED THE WHOLE THING WOULD SORT ITSELF OUT.

THAT'S WHY I WAS HIDING ALL THOSE LETTERS AND STUFF. I JUST DIDN'T WANT YOU TO THINK I WAS STUPID.

HOW DID THIS HAPPEN *ANYWAY?* I THOUGHT THE WHOLE *ACTING* THING WAS GOING REALLY WELL?

OH, IT *IS*, PETER. THINGS HAVE ACTUALLY BEEN *REALLY GOOD* SINCE I GOT THE *BIG PART* AND EVERYTHING.

IT'S JUST A COUPLE OF THE COMPANIES THAT STILL OWED ME MONEY WENT BUST AND I DIPPED INTO MY TAX ACCOUNT TO KEEP THINGS GOING AND, WELL--

--IT ALL JUST KINDA SNOWBALLED FROM THERE.

THE PROBLEM WAS I MADE A LOT LESS MONEY LAST YEAR THAN THE YEAR BEFORE, BUT SPENT LOTS MORE ON EVERY-THING FROM FIRST CLASS FLIGHTS TO...

...AUNT MAY'S NEW APARTMENT?

I GUESS.

I JUST DIDN'T WANT TO WORRY YOU WITH THE LITTLE STUFF, PETER. NOT WHEN YOU HAD ALL THE BIG THINGS TO WORRY ABOUT, LIKE VENOM AND THE LIZARD AND ALL THOSE GUYS WHO WERE TRYING TO KILL YOU.

TAKING CARE OF THE MONEY STUFF WAS THE ONE THING I HAD TO DO, Y'KNOW? I FEEL LIKE SUCH AN *IDIOT* FOR RUINING US LIKE THIS...

HEY, C'MON. NOBODY'S BEEN RUINED. IT'S A LOT OF MONEY, SURE, AND A LOT OF DIFFERENT COMPANIES, BUT THESE ARE BUSINESSES, MJ. ALL THEY WANT IS THEIR CASH AND WE JUST NEED TO GIVE THEM A REALISTIC PLAN.

BUT HOW DO WE PAY ALL THAT ON TOP OF ***EVERYTHING ELSE*** WE'RE PAYING RIGHT NOW?

I DUNNO. I GUESS I JUST NEED TO DIG OUT THE OLD DIGITAL CAMERA AND TAKE A FEW *PICTURES* AGAIN, RIGHT? NO BIG DEAL. I CAN START TONIGHT WHEN I'M OUT ON PATROL.

YOU CAN'T GO OUT IN THIS MESS.

YOU THINK I'M GOING TO STAY HOME AND WATCH *TV?*

WE'LL BE FINE, BABY. WE'VE BEEN IN TIGHTER SPOTS THAN THIS.

BUT YOU'VE ALREADY GOT SO MUCH ON YOUR PLATE LOOKING FOR *MAY.*

WILL YOU STOP?

YOU'RE MARRIED TO A ***SUPER HERO,*** REMEMBER?

Yeah, some super hero: Your face all over the newspapers, your aunt snatched by one of your playmates and now you're worried about your cell-phone bill coming in.

Is the game finally up? Is the world about to find out that you're just not as cool or as credible or as competent as all the ***REAL*** super heroes flying around town?

Man, I shouldn't even be up here in this condition. My muscles feel tight and my stitches feel loose, but I need to keep moving or I'm going to have some kind of ***NERVOUS BREAKDOWN.***

This was supposed to be ***THE HOBBY.*** This was supposed to be where I could ***ESCAPE*** from Peter Parker's stupid problems. This is where I always cracked the ***JOKES...***

SPIDER-SKANK! SPIDER-SKANK! HAS A *BUTT* LIKE A *TANK!*

WEARS A DRESS! ANY SIZE! CATCHES MEN! JUST LIKE FLIES!

LOOK OUT-- HERE COMES THE *SPIDER-SKAAANK!*

... and ***THEY*** aren't helping things either.

Can't focus on *ANYTHING* except Aunt May. Could this really be Eddie Brock? But what happened to that weird *MORALITY* he always insisted he was operating under?

Hell, what am I *TALKING* about? He's *VENOM*, for God's sake. Is it really such a stretch to imagine that maniac crossing the line into *FULL-BLOWN PSYCHOSIS?*

SPIDER-MAN! HELP! DOWN HERE!

About time, too...

Please God, *PLEASE* let this be the kind of trouble that makes a good front-page picture I can sell for lots of money...

WHAT'S UP, MAN? SOMEBODY RIP YOU OFF?

NAH, MY CAR JUST BLEW A TIRE AND I WAS WONDERING IF YOU COULD GIMME A HAND. YOU GOT A COUPLE OF MINUTES?

TO FIX A FLAT? YOU GOT TO BE KIDDING ME. DO I *LOOK* LIKE TRIPLE-A?

AW, C'MON, FELLA. I THOUGHT YOU WERE SUPPOSED TO BE A SUPER HERO. I CALL A GARAGE AND THEY'RE GONNA CHARGE ME A HUNDRED AND FIFTY BUCKS JUST FOR PULLING UP.

I DON'T *BELIEVE* THIS. WHAT KINDA *VIBE* DO I GIVE OFF? YOU THINK THIS EVER HAPPENS TO *CAPTAIN AMERICA?*

I'D DO IT MYSELF EXCEPT I LOANED MY JACK TO MY BROTHER-IN-LAW DOWN IN *PHILLY* A FEW WEEKS BACK. YOU EVER BEEN TO PHILLY, SPIDER-MAN? BEST DAMN STRIP-CLUBS ON THE ENTIRE EASTERN SEABOARD.

YOU SEE THAT?

WHAT?

GET OUT OF THE WAY, MAN! I NEED TO LET GO OF THE CAR!

I... SAID...

ANOTHER *TEN SECONDS*, SPIDER-MAN! SERIOUSLY! I'M JUST ABOUT DONE HERE! *TWENTY* AT THE ABSOLUTE MOST--

ENOUGH!

HEY!

YOU SKINNY, LITTLE PIECE OF CRAP! YOU LOOK LIKE *COURTNEY COX* IN THAT FRIGGIN' COSTUME!

ONE WAY
ONE WAY

SPIDER-MAN! SPIDER-MAN! Friendly neighborhood--

Damn. Now they've got ME singing it.

Doctor Octopus going nuts. Lots of innocent people standing around with their MOUTHS open--

--not exactly an IDEAL COMBINATION.

KOW!

WHAT'S GOT YOU BACKED UP, SWEETIE? LAST PAGE MISSING FROM THE NEW STEPHEN HAWKING BOOK?

GAARGHH!

There's definitely something *WEIRD* going on here.

This feels more like I'm fighting *THE HULK* than a guy who got his first Ph.D. while his buddies were in *GRADE SCHOOL*.

OUCH!

Otto Octavius isn't exactly the *TYPE* for a mindless rampage.

Could this be a *DRUG THING?*

Some kind of physiological reaction to all those years with four metal arms fused into his *SPINAL COLUMN?*

HEY, CHECK IT OUT: THE MORE I *POUND* YOU THE MORE *OFF BALANCE* YOU SEEM TO GET! I WONDER WHAT'LL HAPPEN IF I HIT YOU *REALLY* HARD--

MIKE'S DELI

NUGGH!!

IDIOT.

Stupid, overconfident jerk. Should have known those arms would tear into that bus like a knife through hot butter.

UPTOWN - BROADWAY

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Lucky for you. Doc Ock was the *ONLY* one who got hurt here.

Supposing one of those *KIDS* had got killed? How would you have felt about *THAT*, Mister Parker?

...AND HE'S DOWN IN *THE FIRST ROUND*, LADIES AND GENTLEMEN. SURELY ONE OF SPIDER-MAN'S *MOST SENSATIONAL KNOCKOUTS!*

NICE, BIG SMILE FOR THE CAMERA, GORGEOUS. I EVER SAY HOW *ATTRACTIVE* YOU LOOK SINCE YOU WENT FOR THAT MATRIX THING?

WHAT THE HELL IS THAT IN YOUR *BACK?*

ATTENTION! STEP AWAY FROM THE PRISONER--

WHAT?

STAND BACK OR WE OPEN FIRE! THIS IS A SPECIAL POLICE OPERATION!

AW, YOU GOTTA BE KIDDING ME...

DON'T EVEN *TRY* TO RUN, FREAK! YOU THINK YOU PEOPLE CAN DO ALL THIS DAMAGE AND JUST *WALK AWAY? FORGET ABOUT IT*, SCUMBAG! *YOU'RE* COMING WITH US!

ARE YOU OUT OF YOUR MIND? I'M THE ONE WHO TOOK THIS GUY DOWN. WHAT THE HELL DID *YOU* IDIOTS DO?

SHOT HIM FULL OF TRANQUILIZERS THE SECOND HE BROKE LOOSE FROM OUR *CONVOY*. GUY WOULD HAVE GONE DOWN *STRAIGHT AWAY* IF YOU HADN'T GIVEN HIM THAT BIG *ADRENALINE RUSH*.

WHAT THE HELL'S GOING ON HERE? WHAT ARE YOU DOING TAKING DOC OCK AWAY FROM PRISON *ANYWAY?*

THE GOOD DOCTOR JUST HAD A FEW LITTLE *TESTS* HE HAD TO GET, BUT THAT'S THE *LEAST* O'YOUR CONCERNS RIGHT NOW.

GUYS, SERIOUSLY.

YOU MIND LOWERING THOSE GUNS?

WHAT DO YOU SAY, BOYS? SHOULD WE JUST LET HIM LOOSE AND CLEAN UP HIS MESS, OR DO WE FINALLY BUST THIS FREAK FOR *WASTING POLICE TIME* AND *PROPERTY DESTRUCTION?*

WAIT A SECOND. YOU DON'T NEED TO QUESTION ME.

THIS IS ABOUT THE *REWARD*, RIGHT? YOU'RE JUST KEEPING ME HERE TO CLAIM THAT FIVE MILLION BUCKS THE *DAILY BUGLE'S* THROWING AWAY.

WELL, LET'S JUST SAY THAT'S A LITTLE *BONUS MONEY...*

DON'T BE STUPID, MAN!

GET HIM!

SWAT

MARVEL KNIGHTS SPIDER-MAN #6

TERRY DODSON, RACHEL DODSON & MORRY HOLLOWELL

This is what happens when the *Daily Bugle* offers five million dollars to anyone who figures out my secret identity: Even the **COPS** start going a little nuts.

GET HIS MASK OFF! I GOT HIM! I GOT HIM!

What were they doing here anyway? Why was a SWAT team transporting Doctor Octopus around at midnight? And do they seriously think they can *TAKE ME DOWN* like this?

I might have gone a little crazy since someone snatched *AUNT MAY*. I might have trouble *STANDING UP* since I climbed out of that *HOSPITAL BED*.

I might even be at *HALF* my usual *STRENGTH* here...

...but I could *STILL* eat these clowns for *BREAKFAST*.

ACHGH!!

WHAT ARE YOU WAITING FOR? TAKE HIM DOWN! TAKE HIM DOWN!

HOLD YOUR FIRE! WHAT THE HELL'S GOING ON HERE?

SPIDER-MAN'S *RESISTING ARREST*, CAPTAIN LAMONT! WE NEED AIR-SUPPORT FAST OR WE'RE GONNA *LOSE* THIS PUNK!

EVERYBODY *STAND DOWN!* YOU THINK I DON'T *READ* THE NEWSPAPERS OR SOMETHING?

JUST GET DOCTOR OCTOPUS BACK IN THE TRUCK AND BE GLAD I DON'T HAVE YOU IDIOTS ON *REPORT* FOR THIS!

TESTS, they said. What kind of tests do they need to do on *DOCTOR OCTOPUS* that they can't do in *JAIL?*

A jet of webbing and I launch myself across the street. I'm hurting a little from the couple of *PUNCHES* they landed, but something about this has the hairs on the back of my *NECK* standing up.

Mary Jane inhales an entire mouthful of air...

SOMEBODY TRIED TO GET YOUR *MASK* OFF?

FIVE TIMES IN A SINGLE NIGHT. IT'S THIS *BIG CASH REWARD* THE *BUGLE'S* TALKING ABOUT. SERIOUSLY, JONAH'S GOING TO HAVE TO CALL THIS OFF BEFORE SOMEONE GETS REALLY BADLY HURT.

LIKE *YOU*, YOU MEAN?

EXACTLY.

WHAT ABOUT THE PICTURES? YOU GET ANYTHING GOOD?

NOTHING GREAT. A COUPLE OF SHOTS OF DOC OCK LYING IN A HEAP, BUT I WAS JUMPING AROUND AND TALKING TOO MUCH TO SHOOT THE ACTUAL *FIGHT*.

I E-MAILED THEM INTO FEATURES THIS MORNING, BUT HAVEN'T HEARD A PEEP. I THOUGHT I'D MAYBE DROP BY THIS AFTERNOON AND SEE IF I COULD WORK THE OLD *PARKER CHARM* ON THEM A LITTLE.

WHAT IF HE RECOGNIZES YOU FROM THAT HORRIBLE FRONT PAGE?

NOT A CHANCE. I LOOK LIKE A CROSS BETWEEN ROCKY BALBOA AND A PLATE OF CHOPPED LIVER IN THAT PICTURE. YOU SAID SO YOURSELF.

ANYWAY, HOW'S YOUR *OWN* INVESTIGATION GOING? YOU MANAGE TO GET ME A LIST OF WHO'S *ACTIVE* RIGHT NOW?

WELL, I DON'T WANT TO SCARE YOU, BUT YOU'VE GOT *TWENTY-EIGHT* ACTIVE SUPER-CRIMINALS OUT THERE. *STILL*, VENOM'S AT THE TOP OF MY LIST.

FELICIA CALLED AT THE CRACK OF DAWN AND SAID SOMETHING REALLY BIG WAS GOING ON *UPTOWN* TONIGHT, TOO.

SHE DIDN'T HAVE ANY SPECIFICS, BUT SAID THE SUPER-VILLAIN A-LIST WAS GETTING TOGETHER FOR SOME BIG AUCTION THING, AND GET THIS, *EDDIE BROCK* APPEARS TO BE AT THE HEART OF IT. *COINCIDENCE?*

I DON'T KNOW. I REALLY DON'T. I JUST WISH YOU'D ACTUALLY *LISTEN* TO ME FOR A CHANGE AND GET OUT OF *NEW YORK* RIGHT NOW.

I LOVE YOU, PETER. I WISH OUR LIFE WAS A LITTLE LESS *COMPLICATED* SOMETIMES, BUT I LOVE YOU MORE THAN I'VE EVER LOVED ANYONE, AND YOU'RE *NOT* DOING THIS ON YOUR OWN.

BESIDES, I'M NOT *COMPLETELY* HELPLESS HERE...

THAT BETTER NOT BE WHAT I *THINK* IT IS.

I'M NOT GOING TO END UP LIKE *GWEN*, TIGER. I KNOW YOU DON'T LIKE IT, BUT THAT'S JUST THE WAY IT IS.

Man, what can I say? She's being paranoid? Everything is really just hunky-dory and I'll always be there to protect her?

I couldn't protect Gwen, I couldn't protect Uncle Ben, and I couldn't even protect *AUNT MAY*...

Can I *BLAME* her for trying to avoid becoming yet another name in my growing list of *STATISTICS?*

DAILY BUGLE

MISTER JAMESON?

HOLY GEEZ! WHAT THE *HELL* ARE *YOU* DOING HERE?

I'M HERE FOR THE *MONEY*, SIR.

WHAT?

WELL, I'M KINDA TIGHT FOR CASH RIGHT NOW, AND I FIGURED IF ANYBODY DESERVED TO MAKE A LITTLE DOUGH FROM MY SECRET IDENTITY, IT MIGHT AS WELL BE ME, RIGHT?

ARE YOU *SERIOUS?*

EVERYBODY SELLS OUT SOONER OR LATER, AND LET'S FACE IT, MAN: FIGHTING THE LIZARD AND STUFF DON'T EXACTLY PAY THE *BILLS*, RIGHT?

THE NAME'S OTIS KINCAID, MISTER JAMESON, AND I'M THE CREDIT CONTROLLER OVER AT MARSH INSURANCE BROKERS. YOU'VE NO IDEA HOW GOOD IT FEELS TO GET THAT OFF MY CHEST AFTER ALL THESE YEARS.

SECURITY--IN MY OFFICE RIGHT AWAY, BOYS. WE GOT ANOTHER FRUIT-LOOP DRIBBLING ON THE CARPET.

H-HEY! GET YOUR HANDS OFFA ME, YOU PIGS!

THIS HAPPEN *MUCH?*

ONLY ABOUT TEN TIMES A DAY, BUT HE'S GOTTA BE THE SHORTEST ONE WE'VE HAD SO FAR. BOY LOOKS MORE LIKE *ANT-MAN* THAN SPIDER-MAN.

WELL, WELL, WELL. IF IT ISN'T MISTER HIGH-SCHOOL TEACHER. WHAT ARE YOU DOING HERE, PARKER? SOME OF THE BIGGER BOYS BEEN STEALING YOUR *LUNCH MONEY* AGAIN?

OOH, LOOK AT YOU ALL BRIGHT AND HAPPY. WHAT'S UP, JONAH? YOU FINALLY FOUND THAT *NICKEL* YOU LOST?

AND WHAT'S WITH THIS CRAZY *SPIDER-MAN* STUNT? ISN'T THIS, LIKE, THE *ELEVENTH TIME* YOU'VE PULLED THE OLD "CASH-REWARD-FOR-HIS-SECRET-IDENTITY" THING?

WHO CARES? SOME ANONYMOUS BILLIONAIRE DONATES FIVE MILLION BUCKS TO BOOST OUR *CIRCULATION*, WHO AM *I* TO SAY NO?

WHAT ARE YOU DOING HERE *ANYWAY*, PARKER? WE'RE TRYING TO PUT THIS STORY TO BED ABOUT ALL THOSE *BREAK-INS* AT *OSCORP INTERNATIONAL.*

I TOOK SOME PICTURES OF SPIDER-MAN TAKING DOWN DOCTOR OCTOPUS LAST NIGHT, AND WONDERED WHAT YOU GUYS THOUGHT OF THEM.

THAT AMATEUR CRAP? THEY'RE ALL OUT OF FOCUS AND COMPLETELY OFF-CENTER, PARKER. YOU WERE DOING BETTER WORK THAN THIS WHEN YOU WERE IN *HIGH SCHOOL!*

BESIDES, HOW LONG WAS HE ON THE LOOSE OUT THERE, HUH? FIVE MINUTES? TEN AT THE MOST? HE DIDN'T EVEN *KILL* ANYBODY! THIS HARDLY MADE THE *LATE-NIGHT NEWS!*

HEY, DAD. YOU READY TO GO GRAB SOME LUNCH?

JOHN?

HEY, PETER. HOW'S IT GOING, MAN?

AH, NOT TOO BAD. JUST TRYING TO SQUEEZE A LITTLE CASH OUT OF YOUR OLD MAN AGAIN. YOU STILL WORKING AT THE ***DEPARTMENT OF SOCIAL SERVICES*** OVER IN QUEENS?

ONLY TEMPORARILY, PARKER. ***ONLY TEMPORARILY.*** JOHN-JOHN'S BEEN TALKING TO HIS AIR-FORCE BUDDIES ABOUT GOING UP IN A ***PLANE*** AGAIN. AIN'T THAT ***RIGHT,*** KID?

YEAH, WELL, ONLY AS AN INSTRUCTOR, BUT IT'D BE PRETTY COOL TO GET MY ***WINGS*** BACK, PETER. IT'S WEIRD USING A SIDEWALK AGAIN WHEN YOU'VE SPENT HALF YOUR LIFE IN THE AIR.

I HEAR YA, MAN.

TELL YOU WHAT, PARKER: I KNOW YOU AND THE WIFE GOT DEBT PROBLEMS RIGHT NOW, SO HOW ABOUT I GIVE YOU FIVE HUNDRED BUCKS FOR THIS SHOT OF SPIDER-MAN SLIPPING IN SOME DOG-MESS HERE?

WHAT? HOW DID YOU KNOW ABOUT OUR DEBT PROBLEMS?

"EX-SUPERMODEL HAS HER MACY'S CHECKS BOUNCED BY THE BANK"? IT'S TOMORROW'S FRONT-PAGE HEADLINE, KIDDO.

TALK TO ROBBIE ABOUT THE VOUCHER, AND TELL THOSE BRATS IN YOUR CLASS I WAS ASKING AFTER THEM, HUH?

An anonymous billionaire donates five million dollars just to give me ***GRIEF.*** This just gets worse by the second.

My Aunt May is seventy-two years old. She pops twelve pills a day and has suffered three heart attacks in the last seven years.

OF COURSE she's dead, common sense whispers in my ear. The stress *ALONE* should have finished whatever that kidnapper started, but I have to keep going. I can't just *GIVE UP*.

I KNOW YOU KNOW I'M *DANGLING* HERE, OSBORN, SO YOU CAN STOP TRYING TO ANNOY ME.

ANNOYING YOU IS THE ONLY PLEASURE I'VE GOT *LEFT* IN LIFE, PARKER.

WHAT DO YOU WANT ANYWAY, BOY? CAN'T YOU SEE I'VE GOT PLACES TO GO AND PEOPLE TO SEE? I HOPE THIS DOESN'T HAVE ANYTHING TO DO WITH DEAR, OLD AUNT MAY AGAIN? SHE'S NOT *STILL MISSING*, IS SHE?

DON'T PUSH YOUR LUCK. IF IT WASN'T FOR THE LACK OF *GLOATING* YOU'D BE *TOP OF MY LIST* FOR THIS KIDNAPPING.

SO WHY DROP BY?

TO SEE IF YOU CAN SHED A LITTLE LIGHT ON WHAT HAPPENED TO HER. I'VE GONE OVER THE DETAILS A MILLION TIMES, AND STILL COME UP WITH NOTHING, BUT MAYBE THERE'S SOMETHING I'M MISSING HERE.

MAYBE I'M JUST TOO NORMAL TO SEE WHAT THIS GUY'S UP TO, BUT YOU'RE THE KING OF THE KOOKS, RIGHT? MAYBE *YOU* CAN FIGURE OUT WHY HE HASN'T BEEN BACK IN TOUCH.

EXCUSE ME A MOMENT, PARKER. I'M JUST CHECKING TO MAKE SURE IT ISN'T ***APRIL FIRST.*** HAVE YOU HONESTLY COME HERE UNDER THE DELUSION THAT I MIGHT ACTUALLY ***HELP*** YOU IN SOME SHAPE OR FORM?

WELL, WE ALWAYS KINDA HAD A ***GENTLEMEN'S AGREEMENT,*** RIGHT? I MEAN, YOU'VE KNOWN WHO I WAS PRETTY MUCH FROM THE START, BUT YOU'VE ALWAYS HAD THE MANNERS TO KEEP THIS TO ***YOURSELF.***

I'M GUESSING THAT MEANS THERE'S STILL A LITTLE ***NORMAN*** IN THERE, DOING WHAT HE CAN AGAINST THE HORRIBLE LATEX MASK.

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OH, PARKER. PARKER, PARKER, PARKER. JUST WHEN I THINK YOU CAN'T MAKE ME SMILE ANYMORE, YOU GO AND PULL SOME-THING LIKE THIS.

THIS IS SWEETER THAN HARRY MUMBLING AND STUMBLING OVER HIS FIRST FEW WORDS, IT REALLY IS. LET ME ANSWER THIS REQUEST WITH A VERY BRIEF ANECDOTE. HAVE YOU GOT A SECOND?

ABOUT A MINUTE AND A HALF, OSBORN.

ONE OF THE GUARDS IN HERE TRIED TO BEFRIEND ME RECENTLY--ALWAYS AS COURTEOUS AS THE OTHERS WERE RUDE, AND ALWAYS TRYING TO SNEAK ME LITTLE TREATS WITH WHATEVER I WAS HAVING FOR DINNER.

IT WAS OBVIOUS HE WANTED SOME-THING AND, AFTER A FEW DAYS, HE FINALLY SHOWED HIS HAND.

"HIS WIFE HAD BEEN VERY ILL FOR THE LAST SIX YEARS. SHE COULD HARDLY GET OUT OF BED IN THE MORNINGS AND JUST FELT WHAT SHE DESCRIBED AS A HORRIBLE TOOTHACHE FROM HEAD TO TOE.

"HER DOCTORS TESTED HER FOR EVERYTHING FROM CANCER TO MULTIPLE SCLEROSIS, BUT THE SCANS ALL CAME BACK NORMAL. ALL THE BLOOD TESTS WERE CLEAR AND YET THIS WOMAN JUST SEEMED TO GET WORSE AND WORSE.

"THUS, YOU CAN IMAGINE HIS EXCITEMENT WHEN ONE OF THE WORLD'S MOST PIONEERING AND RESPECTED BIOCHEMISTS WAS LODGED ON HIS BEAT BETWEEN THE GRIZZLY AND THAT MONOSYLLABIC RHINO.

"MIGHT I GIVE HIM SOME ADVICE, HE BEGGED? WOULD I SCRATCH HIS BACK LIKE HE'D SCRATCHED MINE? I WAS BORED, I TOLD HIM, AND HAD NOTHING ELSE TO DO. WHY *NOT* ENJOY THIS CHALLENGE?

OSBORN

"A POLAROID OF THE WOMAN'S IRIS CONFIRMED MY SUSPICION OF LYMPHATIC CONGESTION. MOST DOCTORS DISMISS THE AILMENT, BUT IT'S ALL VERY REAL AND PERHAPS BETTER KNOWN AS CHRONIC FATIGUE OR FIBROMYALGIA.

"I TOLD HIM I COULD CURE THIS QUITE EASILY. SHE DIDN'T EVEN NEED PRESCRIPTION DRUGS--JUST A COMBINATION OF THINGS THEY'D HAVE AT HOME PLUS THE ELIMINATION OF CERTAIN YEAST AND DAIRY PRODUCTS."

WHAT HAPPENED?

WHAT DO YOU *THINK* HAPPENED? SHE GOT BETTER...

...FOR A *LITTLE* WHILE AT LEAST.

WHAT DO YOU MEAN?

"WELL, SHE STARTED GETTING PAINS IN HER KIDNEYS LAST WEEK AND THEN HER NEUROLOGICAL FUNCTIONS BEGAN BREAKING DOWN.

"BY THE WEEKEND, THE ORIGINAL PAIN WAS BACK TEN TIMES WORSE THAN IT *EVER* WAS, AND BY YESTERDAY MORNING, SHE'D GONE COMPLETELY BLIND."

ONE OF THE CLEANERS WAS TELLING ME THIS MORNING SHE GOT RUSHED INTO THE HOSPITAL LAST NIGHT AND NEEDS A MACHINE TO BREATHE NOW.

THE BAD NEWS IS SHE'S NEVER COMING OUT OF THIS COMA AND, OH DEAR ME, I DO BELIEVE THAT POOR LITTLE WIFE WILL BE PUSHING UP THE DAISIES BY THE END OF THE WEEK.

NOW ASK ME *AGAIN* FOR THIS FAVOR YOU WANTED, PARKER. ASK ME *AGAIN* FOR HELP AFTER LOCKING ME UP AND RUINING MY BUSINESS AND ENDANGERING MY *LIFE* TO THIS DEGREE.

OH, *POOR BABY.*

WHAT DO YOU *MEAN* ENDANGERING YOUR LIFE? YOU'RE IN A HIGH-SECURITY CELL. YOUR SKIN'S PRACTICALLY *BULLET-PROOF.*

ASK YOURSELF WHAT THEY WERE DOING WITH *OTTO OCTAVIUS* LAST NIGHT, PETER. ASK YOURSELF WHY ALL OF MY OFFICES ARE BEING *BURGLARIZED* RIGHT NOW.

I'm calling MJ every twenty minutes, but nothing's happening. An old friend named Liz Osborn was on the phone trying to talk her into a high-school reunion and it took nearly an hour to shake her off.

It must be ***BEAUTIFUL*** to have a normal life. I pause for a second and imagine what it must be like when your only concern is what to wear to an old school ***GET-TOGETHER.***

What's Venom auctioning at this secret event uptown? Could it really be Aunt May? Could he really be behind all this?

Like anyone else who's exhausted all rational possibilities, I decide it's time I paid a visit to a ***PSYCHIC...***

XAVIER INSTITUTE

HELLO, PETER. WELCOME TO THE X-MANSION. YOU'RE JUST IN TIME FOR YOUR 8PM APPOINTMENT.

UH, WHO SAID MY NAME WAS "PETER"?

OH, I'M TERRIBLY SORRY. THE TEACHERS SAY IT'S VERY RUDE TO PEEK INSIDE SOMEONE'S HEAD WHENEVER THEY'RE WEARING THEIR MASK. PROMISE YOU WON'T TELL? I'LL BE IN BIG TROUBLE IF YOU DO.

DON'T WORRY ABOUT IT. I TAKE IT YOU'RE ONE OF THE, UH, ***TELEPATHS*** HERE, RIGHT? LIKE ***JEAN GREY*** USED TO BE?

DON'T BE SILLY. WHY WOULD I BE OFFENDED? WOULD IT BOTHER YOU IF I CALLED YOU AND YOUR FRIENDS ***HOMO SAPIENS?***

WHAT? I'M SORRY. I DON'T UNDERSTAND.

GOD, I'M SUCH AN IDIOT. I WAS ANSWERING THE QUESTION YOU'RE GOING TO ASK SIXTY SECONDS FROM NOW, SPIDER-MAN.

MY TEMPORAL PERSPECTIVE IS STILL KIND OF SCREWY AT THE MOMENT, AND A LOT OF MY CHAT COMES OUT REALLY JUMBLED.

UH, RIGHT. LISTEN, DO YOU REALLY THINK IT'S A GOOD IDEA TO LEAVE YOUR GATES OPEN LIKE THIS? I MEAN, THERE'S STILL A LOT OF PEOPLE OUT THERE WHO KINDA HAVE A *PROBLEM* WITH MUTANTS.

OH, I KNOW. I'VE SEEN THEM STANDING OUT THERE WITH THEIR SIGNS AND STUFF, BUT THEY NEVER ACTUALLY SET FOOT ON THE GROUNDS OF THE SCHOOL OR ANY-THING. NOBODY'S *THAT* STUPID, RIGHT?

I HOPE YOU DON'T MIND ME USING THE WORD "MUTANT", BY THE WAY. I'M NOT REALLY SURE WHAT THE POLITICALLY CORRECT WORD *IS* THESE DAYS. IT KINDA CHANGES ALL THE TIME.

DON'T BE SILLY. WHY WOULD I BE *OFFENDED?* WOULD IT BOTHER YOU IF I CALLED YOU AND YOUR FRIENDS *HOMO SAPIENS?*

UH, NO. I GUESS NOT.

THAT WAS THE QUESTION I WAS ANSWERING EARLIER, BY THE WAY.

OH. RIGHT.

NICE TO SEE YOU AGAIN, SPIDER-MAN. MISS FROST ASKED ME TO PASS ALONG HER APOLOGIES, BUT SHE HAD TO DISAPPEAR ON AN X-MEN EMERGENCY WITH MY DAD AND A COUPLE OF THE OTHER GUYS.

APPARENTLY, SOME KID IN SAN ANTONIO TURNED INTO A SENTIENT THERMONUCLEAR REACTOR AND, WELL, YOU KNOW HOW THESE THINGS GO.

I'M *RACHEL SUMMERS*, IN CASE YOU'VE FORGOTTEN, AND I'M AS QUALIFIED AS EMMA TO HELP YOU WITH THIS *MISSING PERSONS* THING.

WOW. ANYBODY EVER SAY YOU LOOK A LOT LIKE...

JEAN GREY? ACTUALLY, I'M HER DAUGHTER FROM A PARALLEL FUTURE TIMELINE. SHE AND CYCLOPS ARE MY BIRTH-PARENTS, BUT THAT REALITY DOESN'T EXIST ANYMORE SO I MOSTLY JUST HANG OUT *HERE* THESE DAYS.

YOU KNOW WHAT? NEXT TIME SOMEBODY SAID ALL MY *CLONES* WERE FAR-FETCHED, I'M GOING TO SEND THEM OVER *HERE*.

HA! YOU'RE *FUNNY*.

DID YOU REMEMBER THE PIECE OF JEWELRY WE ASKED YOU TO BRING? JEWELRY SEEMS TO WORK BEST WHEN WE'RE TRYING TO FIND A WOMAN FOR SOME REASON. NOBODY REALLY KNOWS WHY.

UH, SURE. I GOT HER OLD *ENGAGEMENT RING* HERE...

OOH, SHE WAS *SPUNKY*, WASN'T SHE? WHITE HAIR, BLUE EYES AND A BEAUTIFUL, HEARTY LAUGH. SHE WAS ALSO INCREDIBLY SAD, BUT YOU BROUGHT A LOT OF LIGHT INTO HER LIFE, YOU KNOW THAT? SHE ALWAYS SAID YOU WERE...

OH, GOD. THIS WAS *VIOLENT*, WASN'T IT?

YEAH.

SHE'D JUST MOVED INTO A NEW PLACE. YOU AND THE RED-HEADED GIRL HAD PAID FOR IT AND SHE ABSOLUTELY LOVED LIVING IN MANHATTAN, BUT SHE WAS REALLY, REALLY WORRIED THAT YOU GUYS COULDN'T AFFORD IT.

SHE LOVED THE RED-HEAD, TOO, INCIDENTALLY. SHE JUST THOUGHT SHE WAS A LITTLE CRAZY SOMETIMES AND...

OH, *MAN.*

WHAT'S HAPPENING? WHAT ARE YOU SEEING?

SHE HAD THE CHAIN ON THE DOOR, BUT IT DIDN'T MATTER. SHE THOUGHT IT WAS A JEHOVAH'S WITNESS, BUT HE SNAPPED THE CHAIN LIKE IT WAS MADE OF LICORICE, AND THEN HE HELD HER UP AGAINST THE WALL AND...

WHAT? *WHAT?*

SHE PASSED OUT, BUT SHE *KNEW* HIM, SPIDER-MAN. YOU KNOW HIM, TOO, BUT HE'S DIFFERENT FROM HOW HE USED TO BE. HE'S NOT HUMAN ANYMORE. HE'S... OH, GOD. SHE WAS SO *SCARED.*

WHO *DID* IT, RACHEL? WAS IT *VENOM?* WAS IT *EDDIE BROCK?*

I DON'T KNOW. I COULDN'T SEE.

THINK *HARD!*

I DON'T KNOW!

OKAY, TRY TO FIGURE OUT WHERE SHE IS NOW. PLEASE. TRY TO FIGURE OUT WHERE THIS GUY *TOOK* HER...

I'M THINKING, I'M THINKING. THIS ISN'T THE KIND OF STUFF I USUALLY DO. PROFESSOR X WAS THE ONE WHO SPECIALIZED IN MISSING PERSONS, BUT I'M DEFINITELY GETTING SOME INFORMATION HERE.

IT'S VAGUE. I MEAN, THIS RING MUST BE REALLY OLD, BUT...

WHAT?

I DON'T THINK IT'S GOOD.

WHAT DO YOU ***MEAN***, YOU DON'T THINK IT'S GOOD? THE ***INFORMATION*** ISN'T GOOD? IS IT ***BAD NEWS?***

I'M NOT SURE YOU WANT TO ***HEAR*** THIS, SPIDER-MAN...

PLEASE!

JUST TELL ME WHAT YOU'RE SEEING HERE, RACHEL!

I THINK YOUR AUNT MAY'S DEAD...

Elsewhere:

HEY, SADIE. THAT'S A BEAUTIFUL COAT YOU GOT THERE, SWEETHEART. IS THAT *TIGER SKIN?* I BEEN ASKING YOUR FRIEND THE SANDMAN HERE TO GET ME ONE OF THOSE THINGS FOR YEARS.

OH, THIS AIN'T NO *ANIMAL* SKIN, JOANNIE. ME AND MORRIE WOULD *NEVER* SUPPORT WHAT THEY BEEN DOING TO THOSE BEAUTIFUL BEASTS OUT THERE IN AFRICA AND ENGLAND AND STUFF.

NO, THIS LITTLE BEAUTY USED TO BE ONE OF *THE AVENGERS.*

WHAT?

DON'T YOU REMEMBER *TIGRA?* THE CUTE CAT-GIRL WITH THE BIG, GREEN EYES? KRAVEN THE HUNTER SOLD US THIS FOR A HUNDRED-THOUSAND BUCKS THE WEEK BEFORE CHRISTMAS.

YOU HEAR THAT, FLINT? A HUNDRED-THOUSAND BUCKS. AND YOU KNOW WHAT ELSE HE'S GONNA MAKE FOR US? A LIZARD-SKIN HANDBAG OUTTA THAT LUNATIC CURT CONNORS. WHAT DO YOU THINK OF *THAT,* BIG SHOT?

AH, KRAVEN'S KID'S AS PHONY AS HIS *OLD MAN,* MORRIE.

WHAT ARE YOU TRYING TO *SAY,* HUH?

JUST THAT THAT AIN'T *TIGRA* OVER THERE. TIGRA'S BEEN LIVING IN L.A. FOR THE LAST SIX MONTHS. SHE TEAMED UP WITH WONDER MAN AGAINST BOOMERANG JUST A FEW *WEEKS* AGO.

OH, YEAH. AND YOU'RE SUCH AN EXPERT ON *TIGRA,* RIGHT?

BOOMERANG'S MARRIED TO MY COUSIN, YOU MORON. SHE HAD HIM BANGED UP AT THE END OF LAST MONTH AND STILL LOOKED PRETTY HAIRY IN HER *NEWSPAPER PHOTOGRAPHS.*

WHAT?

LISTEN, SADIE, BEFORE YOU GO NUTS HERE...

YOU LIKE MAKING ME LOOK *STUPID*, MORRIE? BECAUSE THAT'S WHAT YOU'VE *DONE*, YOU IDIOT.

NOW YOU GET IN THERE AND BUY ME THIS *COSTUME* THEY'RE AUCTIONING OR I'LL...

HEY, MISTER FORTUNATO? WHAT ARE *YOU* DOING HERE, MAN? YOU THINKING ABOUT GETTING INTO THE WHOLE *COSTUME* THING AFTER ALL THESE YEARS?

AH, I NEVER HAD THE LEGS FOR THE OLD SPANDEX, HERMAN. I'M JUST HERE TO PUT IN A BID AND SEE IF THIS SUPER-VILLAIN SUIT COULD MAYBE MAKE SOMETHING OF MY BOY *ANGELO* HERE.

YOU SEEN THIS LITTLE WASTE OF SPACE? YOU BELIEVE IT'S FROM THE SAME FINE WOMB THAT GAVE ME MY BEAUTIFUL GIACOMO?

WHAT ABOUT YOU? WHAT YOU NEED TO BUY A NAME AND A COSTUME FOR? YOU BEEN THE SHOCKER AS LONG AS GREEN GOBLIN'S BEEN AROUND.

THAT'S EXACTLY THE POINT. ALL THOSE YEARS AND ALL THOSE JOBS AND I *STILL* NEVER MADE MUCH IMPACT.

I'M HERE TO BUY MYSELF A LITTLE RESPECTABILITY.

LADIES AND GENTLEMEN, IF I COULD ASK YOU ALL TO TAKE YOUR SEATS, PLEASE. WE DON'T HAVE A GREAT DEAL OF TIME AND OUR VERY SPECIAL GUEST DOESN'T LIKE TO BE KEPT WAITING...

YOU ALL KNOW ME. YOU ALL KNOW MY REPUTATION WHEN IT COMES TO SUPPLYING HIGH-QUALITY WEAPONS, NAMES AND COSTUMES.

SO BELIEVE ME WHEN I SAY THAT WHAT I HAVE FOR YOU TONIGHT JUST OUTCLASSES ANYTHING WE EVER SOLD ON THE MARKET BEFORE.

THIS IS NOT THE BEETLE MOVING ON AND SELLING UP. THIS IS NOT THE LOOTER TRYING TO MAKE A LITTLE CASH.

THIS IS A CLASS ONE SUPER-CRIMINAL WHO'S BEEN FEATURED ON THE *FBI'S MOST WANTED* MORE CONSISTENTLY THAN ANYONE OUTSIDE MAGNETO, RED SKULL, OR VICTOR VON DOOM HIMSELF.

WE LIVE IN A VERY DANGEROUS WORLD, MY FRIENDS. OUR CHOSEN PROFESSION HAS BECOME INCREASINGLY COMPETITIVE AND I DO NOT HAVE TO REMIND YOU ABOUT THE SCARS INFLICTED ON THE VULTURE THESE LAST FEW DAYS.

PURELY A *BUSINESS DECISION,* MY DEAR TINKERER. PURELY A *BUSINESS DECISION.*

WHAT I'M OFFERING YOU TONIGHT IS AN OPPORTUNITY TO PROTECT YOURSELVES LIKE YOU NEVER HAVE BEFORE. WHAT I'M OFFERING YOU NOW IS A ONCE-IN-A-LIFETIME SHOT AT THE *MAJOR LEAGUES...*

LADIES AND GENTLEMEN, TONIGHT'S AUCTION IS FOR *VENOM HIMSELF.*

WHAT ARE YOU TALKING ABOUT? *THAT* AIN'T VENOM!

NO, MISTER MARKO, THIS GENTLEMAN IS EDDIE BROCK, VENOM'S HUMAN HOST. MISTER BROCK AND VENOM COEXIST IN A STRANGE, SYMBIOTIC RELATIONSHIP WHERE EACH PARTY REQUIRES THE OTHER TO ***SURVIVE.***

VENOM, AS YOU MAY HAVE HEARD, IS A SUPER-POWERED, ALIEN PARASITE. MISTER BROCK, UNFORTUNATELY, HAS CANCER AND WOULDN'T LIVE SIX MONTHS WERE HE DISCONNECTED FROM THIS OPPORTUNISTIC ORGANISM.

SO WHY ARE WE *HERE?*

BECAUSE, MY OLD FRIEND, MISTER BROCK HAS SEEN A CERTAIN ***MEL GIBSON MOVIE,*** WHICH, HE SAYS, HAS CHANGED HIS LIFE FOREVER, AND NOW HE WISHES TO ***EXORCISE*** THIS BEAST FROM HIS HEART.

HE'S HAD A ***CRISIS OF FAITH,*** IT SEEMS, AND TELLS ME THAT HE'S READY TO SUFFER THE ***CONSEQUENCES*** OF HIS ILLNESS NOW. HE'S GIVING THE ***ALIEN*** UP TO WHOEVER MAKES THE MOST GENEROUS ***OFFER.***

AUCTIONING A PSYCHOTIC ***KILLER*** TO A GANG OF ***SUPER-VILLAINS?*** ***THAT*** DOESN'T SOUND TOO ***CHRIST-LIKE.*** WHAT ARE YOU ***DOING,*** BROCK? GIVING THE PROCEEDS TO ***CHARITY?***

THAT'S ***EXACTLY*** WHAT I'M DOING, MYSTERIO. THE PIECE OF TRASH WOULD ONLY FIND A NEW HOST ***ANYWAY,*** AND AT LEAST THIS WAY ALL THAT DIRTY MONEY YOU GUYS BID GOES TO A ***GOOD CAUSE.***

WELL SAID, MISTER BROCK.

NATURALLY, YOU'LL WANT TO CHECK THE GOODS BEFORE YOU MAKE A BID, SO I'D LIKE TO WARN ANY EPILEPTICS IN THE AUDIENCE TO LOOK AWAY FOR A SECOND AS OUR FRIEND HERE GETS INTO ***CHARACTER.***

WHEN-EVER YOU'RE READY, MISTER ***BROCK?***

JEEZUS!

I THINK I'M GONNA ***HEAVE...***

EXCELLENT.

NOW LET'S START THE BIDDING AT *TEN MILLION DOLLARS*, SHALL WE?

VENOMOUS

PART TWO OF FOUR

MARVEL KNIGHTS SPIDER-MAN #7

TERRY DODSON, RACHEL DODSON & LAURA MARTIN

VENOMOUS

PART THREE OF FOUR

The worst thing is the ***SMELL.*** Not the sewage smell, the smell of people torn open while they're ***FLOATING*** in the sewage.

This is how I've spent my nights since I was eighteen years old, but I'm giving it all up pretty soon.

Sure, I've saved some lives.

Sure, I've tracked down Curt Connors after he ingested another fistful of chemicals and escaped from prison, but I'm starting to suspect he only does this stuff for ***ATTENTION*** sometimes.

The big twist now is that he's giving off a noxious pheromone that activates the ***R-COMPLEX*** in the brain of any poor souls he comes into contact with.

Hence the wave of ***VIOLENCE*** over in the South Bronx. Hence the cops with their ***GAS MASKS*** and ***RIOT-STICKS***. Hence the fact I had to find him in ***DOUBLE-QUICK TIME***.

But I'm in another place ***ENTIRELY*** as I hit him. The Lizard barely even ***REGISTERS*** as I punch and kick and web him up for the police.

All that matters now is that Aunt May is dead and it's all my fault and this eccentric ***LIFESTYLE CHOICE*** of mine gets the bullet the second I catch her killer.

Monday, I'm fighting Hydro-Man at the old petrochemical station. He's been ripping off ATMs to pay his gambling debts again and I'm still coughing him out of my lungs at breakfast the next morning.

Tuesday, I'm cutting classes to fight The Sandman after he gets drunk and tries to pick a fight with a busload of college guys.

Try to imagine a beach throwing up, try to imagine an abusive sandstorm with an alcohol problem, and you'll begin to get an inkling of what I do when I'm hiding Peter Parker.

Wednesday, I'm neutering a horny ***RHINO*** after he abducts and proposes to this lame, French singer/songwriter he's obsessed with for no reason I can figure out.

Thursday, I'm trapped, strung up and almost unmasked by ***FANCY DAN*** and the ***OTHER*** Enforcers as they shoot for that big cash reward for my ***SECRET IDENTITY.***

Naturally, I beat the living ***SPIT*** out of them, but that *Daily Bugle* competition is fast becoming a nightmare. Every other mugging I'm breaking up is just two opportunists with a digital camera.

Friday, I stop three house break-ins, an assault, some kids lighting a fire and end the night chasing two stoners from The Smithsonian driving a perfect replica of something I tried very hard to ***FORGET...***

The next two weeks nothing happens ***WHATSOEVER,*** but I can't get that image of ***OTTO OCTAVIUS*** out of my mind.

He looked *so* ***PATHETIC*** lying there, drugged up and helpless. Who was ***BEHIND*** that? What the Hell was ***GOING ON*** back there and why is my spider-sense telling me it's bad news?

ANY WORD, FELICIA?

INTERESTING TIDBIT ON DON FORTUNATO. YOU REMEMBER JIMMY SIX'S DAD? WELL, TURNS OUT HE WON THAT AUCTION A FEW WEEKS BACK AND HE'S SCRAPING TOGETHER EVERY CENT HE CAN FIND TO PAY THE DEBT.

ANY WORD ON THE *MERCHANDISE?*

THE OWL'S SAYING NOTHING. HE KNOWS THIS IS ALL BEING FED BACK TO YOU, BUT I GOT THE SHOCKER DRUNK AND HE TOLD ME EDDIE BROCK JUST AUCTIONED VENOM OFF TO THE HIGHEST BIDDER.

ARE YOU SERIOUS?

A HUNDRED PERCENT SERIOUS. APPARENTLY, HE'S GONE ALL RELIGIOUS, AND FORTUNATO BROKE THE BANK BECAUSE HE WANTED TO *MAKE* SOMETHING OF THAT LITTLE NEBBISH SON WHO ALWAYS FOLLOWED HIM AROUND.

I JUST CAN'T GET MY HEAD AROUND THE IDEA THAT BROCK WOULD GIVE UP THE SYMBIOTE LIKE THAT AFTER ALL THIS *TIME*.

SO ONE PSYCHO BECOMES ANOTHER PSYCHO. IT'S ALL THE SAME TO ME.

WHAT'S THE WORD ON AUNT MAY? IS SHE LINKED WITH THIS AT ALL?

SORRY, PETER.

I DON'T THINK VENOM HAD ANYTHING TO *DO* WITH THE KIDNAPPING.

Four weeks and five days since she was snatched. Three weeks since Rachel Summers told me she was dead.

Mary Jane's worried I'm coming apart at the seams. She hasn't said it out loud, but I can see it in her eyes. Why won't he call? Why is no one coming forward to claim responsibility for a *SCALP* like this?

DINER

Bladder's full. Center of gravity feels off as I leap around.

Fingers crossed that little dump down there has a *MEN'S ROOM*...

MILLAR

OPEN

HEY!

YOU READ?

RESTROOMS FOR PAYING CUSTOMERS ONLY

RAMONA

UH, SORRY, BUT I JUST REALLY, REALLY HAD TO GO BACK THERE, LADY.

YEAH, WELL, SORRY, BUT NOW YOU *REALLY, REALLY* GOT TO BUY SOMETHING, MAN.

YOU SERIOUS?

I LOOK LIKE I GOT A SENSE OF HUMOR?

WHAT'S IT GOING TO BE, SPIDER-MAN? TONIGHT'S SPECIAL IS KEY LIME PIE AND COFFEE FOR $2.99.

UH, JUST A COFFEE ON ITS OWN, THANKS. BLACK AND LOTSA SUGAR.

COFFEE ON ITS OWN COMING UP. BUSY NIGHT OUT THERE, HONEY?

NAH, NOT REALLY. BUSTED A BUNCH OF KIDS TRYING TO BREAK INTO A LIQUOR STORE A COUPLE OF HOURS BACK, BUT OTHERWISE IT'S BEEN REALLY QUIET. WHAT ABOUT YOU, UH, RAMONA?

FIRST ONE OF THESE I MADE SINCE I GOT *IN* HERE.

WASN'T THIS PLACE ALWAYS BUSY?

RAMONA

USED TO BE, BUT THERE'S NICER PLACES STAY OPEN ALL NIGHT NOW, AND THE OWNER'S TOO CHEAP TO EVEN SHELL OUT FOR AIR-CONDITIONING. HE'S TALKING ABOUT LOSING THIS SHIFT ALTOGETHER AT THE END OF THE MONTH.

I GUESS THAT MEANS YOU'LL GET YOUR ***LIFE*** BACK, HUH?

NAH, DAYSHIFT'S NO USE TO ME. I GOT A SPECIAL NEEDS KID BACK HOME AND THE NEIGHBORS LET HIM ***SLEEP OVER*** EVERY NIGHT.

I START WORKING DURING THE DAY HE'S GONNA NEED A CARETAKER OR SOMETHING AND I CAN'T AFFORD STUFF LIKE THAT.

SO WHAT ARE YOU GOING TO DO?

FIND SOME ***OTHER*** WAY TO MAKE MONEY AT NIGHT, I GUESS.

MAN, I WISH I COULD THINK OF SOME WAY TO HELP, BUT I'M ACTUALLY KINDA STRAPPED FOR CASH MYSELF RIGHT NOW.

DON'T WORRY ABOUT IT. WHAT'S IT GOT TO DO WITH YOU? LISTEN, YOU KNOW YOU AND I HAVE A MUTUAL FRIEND?

WHO'S THAT?

ADRIAN TOOMES?

THE VULTURE?

RAMONA

YEAH, WELL, I KNOW YOU TWO AIN'T EXACTLY DRINKING BUDDIES OR NUTHIN', BUT IT SEEMED LIKE THE KINDA COINCIDENCE WORTH MENTIONING.

I DATED HIS SON FOR A COUPLE OF YEARS. IN FACT, ADRIAN'S THE GRANDFATHER OF MY LITTLE BOY I WAS TELLING YOU ABOUT.

Oh, man. Not the leukemia kid. Not that little kid whose operation The Vulture was stealing money to *PAY* for.

RAMONA

YOU SAY SOMETHING THERE, SPIDER-MAN?

NO, NOTHING. NOTHING AT ALL. IT'S JUST I COULDN'T IMAGINE THE VULTURE BEING *ANYBODY'S* GRANDFATHER, TO BE HONEST.

WELL, THAT'S WHERE YOU'RE WRONG. 'CAUSE ADRIAN WAS PRETTY MUCH THE BEST GRANDFATHER I EVER SAW. SAID HE'D EVEN PAY THE HALF-MILLION BUCKS TO GET MY BOY BETTER WITH SOME LITTLE *NEST EGG* HE'D PUT AWAY.

THAT SAID IT'S BEEN NEARLY A MONTH SINCE WE HEARD FROM HIM NOW. EVEN HIS CELL-PHONE'S SWITCHED OFF. WE DUNNO *WHAT'S* BEEN GOING ON, BUT HE'S SUCH A NICE GUY. WE KNOW HE WON'T LET US DOWN.

Oh, man. Like I wasn't feeling bad enough. Please, God, *PLEASE* let the ground open up and swallow me right now. Please get me out of here at the earliest opportunity.

EEEOOOOWEEEOOOOWEEEOOOO

Bingo.

SOUNDS LIKE MY CUE TO SPLIT. HOW MUCH DID YOU SAY THIS WAS AGAIN?

AH, FORGET ABOUT IT.

WHAT?

ON THE HOUSE. I WAS JUST MESSING WITH YOU EARLIER. YOU THINK I'M GONNA CHARGE A REAL-LIFE SUPER HERO FOR A *CUP O' COFFEE?* GET OUTTA HERE! GO FIGHT THE GOOD FIGHT, HUH?

Congratulations, Ramona. You just smacked me harder than a pumpkin bomb, a cybernetic tentacle and ten thousand volts of electricity all put together.

Turns out it was another hopeful in a Spider-Man costume posing for pictures on the side of the Chrysler building.

What is it with these people and this stupid *COMPETITION?* And who the Hell ponied up the five million dollars just to make my life even *MORE* of a misery?

Home by five. Showered, shaved and breakfast by six. Sitting here for an hour and a half running through everyone who knows the secret, whether they're good or bad, alive or dead.

Kaine, Thor, Kraven, Wolverine, Ezekial, The Chameleon, poor old *BEN REILLY...*

YOU BEEN UP ALL NIGHT AGAIN?

GRABBED FORTY-FIVE MINUTES ON THE COUCH A LITTLE EARLIER. THAT'S ALL I REALLY NEED WHEN MY ADRENALINE'S THIS HIGH. ANY LONGER'S REALLY JUST TO KEEP YOU COMPANY IN BED, TO BE HONEST.

PETER, YOU NEED TO TAKE A *BREAK* FROM ALL THIS, HONEY.

I'M FINE.

YOU'RE *NOT* FINE. YOU LOOK LIKE ONE OF THE *LIVING DEAD.*

WELL, WHAT AM I SUPPOSED TO DO? GIVE UP? *MARVEL GIRL* SAID AUNT MAY *DIED*, FOR GOD'S SAKE.

SUPPOSE SHE WAS *WRONG?*

SUPPOSE SHE WAS *RIGHT?*

I JUST DON'T KNOW WHAT TO *DO*, MARY JANE. I'VE TRIED EVERYTHING I CAN THINK OF. EVEN DOCTOR STRANGE COULDN'T FIGURE OUT WHERE SHE IS, AND I'M RUNNING OUT OF PEOPLE TO ASK.

TAKE A BREAK. JUST ONE NIGHT. FORGET ABOUT VENOM AND THE BILLS AND ALL THE STUFF THAT'S DRIVING US *CRAZY* RIGHT NOW. LET'S JUST CALL LIZ AND TELL HER WE'LL GO TO YOUR *HIGH SCHOOL REUNION.*

PLEASE.

IF YOU WON'T DO IT FOR *YOU*, JUST DO IT FOR ME, PETER.

Our Lady Of The Saints Church:

SO HOW LONG DO YOU THINK YOUR SICK *BODY'S* GONNA LAST WHEN YOU GIVE UP THE *ALIEN SUIT*, EDDIE?

WHO KNOWS? A COUPLE OF *DAYS?* A *WEEK?* IT DOESN'T REALLY *MATTER*, MISTER FORTUNATO. ALL I KNOW IS I BEEN SUCH A SCUMBAG THESE LAST FEW YEARS I DESERVE WHATEVER I *GET*.

THANKS FOR THE *MONEY*, BY THE WAY.

NO PROBLEMO. I'M JUST SORRY IT *TOOK* SO LONG, BUT A HUNDRED MILL'S A HUNDRED MILL NO MATTER *WHO* YOU ARE, RIGHT?

RELAX. I WASN'T GOING ANYWHERE.

I'M JUST LAUGHING AT THE IDEA OF ALL YOUR DIRTY MONEY BEING SPLIT AMONG FIFTY DIFFERENT CHARITIES. YOU SHOULD BE FEELING PRETTY GOOD ABOUT YOURSELF, ALL THE FINE WORK THAT CASH IS GONNA DO.

I'M FEELING BETTER ABOUT THE MUSCLE VENOM'S GONNA BRING TO THE FAMILY BUSINESS AND THIS FOUR-EYED, LITTLE RUNT MY *WIFE* BROUGHT INTO THE WORLD.

AFTER ALL THESE YEARS, I'M FINALLY GONNA HAVE A SON THAT PEOPLE DON'T MISTAKE FOR A *DAUGHTER*. YOU KNOW WHAT I'M SAYING?

JEEZ, DAD. DON'T *HOLD BACK* OR ANYTHING...

WHAT ABOUT *YOU*, ANGELO? HOW DO *YOU* FEEL ABOUT TAKING ON THIS BEAST I BEEN CARRYING AROUND?

HOW D'YOU *THINK* HE FEELS? THE KID'S EXCITED AS *HELL*.

I DIDN'T *ASK* YOU, I ASKED *HIM*. YOU SURE YOU WANT TO GO THROUGH WITH THIS, SON? BECAUSE IT'S NOT TOO LATE TO CHANGE YOUR MIND. YOU SURE YOU WANT TO THROW YOUR *LIFE* AWAY LIKE THIS?

MAN, I'M 5'9", A HUNDRED AND TEN POUNDS AND THE ONLY GIRLS THAT EVEN TALK TO ME ARE THE ONES MY DAD RENTS EVERY BIRTHDAY AND CHRISTMAS. EXACTLY *WHAT* AM I THROWING AWAY HERE?

BESIDES, YOU SEEN HOW MANY WEBSITES THIS THING HAS OUT THERE? YOU SEEN HOW MANY CHICKS ARE WRITING *FAN FICTION* ABOUT HIM?

BECOMING THE NEW *VENOM* PUTS ME IN THE MAGNETO OR DOCTOR DOOM CLASS AFTER EIGHTEEN YEARS OF GETTING THE *CRAP* KICKED OUT OF ME.

UP TO *YOU*, KID. I JUST HOPE YOU REMEMBERED SOMETHING HARD TO BITE DOWN ON BECAUSE THE FIRST TIME THIS THING CRAWLS INSIDE YOU HURTS LIKE NOTHING YOU CAN IMAGINE.

IT'S CLAUSTROPHOBIC FOR A WHILE, BUT HE SETTLES IN PRETTY FAST AND YOU'LL BOTH BE BREATHING IN SYNCH BEFORE YOU KNOW IT.

IS IT TRUE IT KNOWS SPIDER-MAN'S *SECRET IDENTITY?*

OH, *YEAH...*

...AND IF YOU ASK IT NICE IT MIGHT EVEN *TELL* YOU.

For some reason, Mary Jane seemed to think seeing all my old *HIGH SCHOOL FRIENDS* again might raise my mood a little.

What I tried to *EXPLAIN* to her is that I didn't *HAVE* any friends back in high school.

WELCOME CLASS of 19??

But she was right. Just like always. Sometimes there's nothing more *COMFORTABLE* than being around people who go as far back as you remember. Like *LIZ OSBORN*, for example.

We're all touchy-feely now that we're in our *TWENTIES*, but Liz wouldn't even look in my *DIRECTION* back when I was still sporting zits and those bad, second-hand clothes Aunt May used to buy me.

MISTER WARREN? YOU REMEMBER *PETER PARKER* WITH THE *BIG, THICK GLASSES?*

YOU KIDDING ME? PARKER WAS THE ONLY KID THAT EVER STEPPED INTO MY CLASS WITH A *SMILE* ON HIS FACE. AIN'T THAT *RIGHT*, PETER?

ABSOLUTELY, SIR.

HOW'S LIFE TREATING YOU *ANYWAY*, SON? LIZ WAS TELLING ME YOU'RE TEACHING HERE NOW.

YEAH, FOR MY SINS. YOU MEET MY *WIFE*, MISTER WARREN? MARY JANE, I'D LIKE YOU TO MEET THE MAN WHO TAUGHT ME THE JOY OF BALANCING *CHEMICAL EQUATIONS*.

You know, this is actually a lot of fun. There's a lot more people I liked in this place than I remembered, and as for the guys who made my life a *LIVING HELL*...

...well, there's nothing like showing up with a ***SUPERMODEL*** to wipe the smirks off their faces.

HEY, GUYS. YOU SEE WHO ***PUNY PARKER*** JUST WALKED IN WITH?

SHE'S ***UNBELIEVABLE,*** MAN. EVEN BETTER THAN SHE LOOKS IN THE MAGAZINES. HOW THE HECK DID PARKER EVER FIND A CHICK LIKE THAT?

AH, WHO CARES? YOU HEAR WHAT HE'S DOING ***NOW?*** ALL THOSE YEARS OF STUDYING, ALL THOSE YEARS WITH HIS NOSE IN A BOOK AND HE ENDS UP A SCIENCE TEACHER IN ***THIS*** FRIGGIN' DUMP.

ARE YOU SERIOUS? WHAT THE HELL'S A FORMER FHM BABE DOING MARRIED TO A ***HIGH-SCHOOL TEACHER?***

MAN, SHE COULD HAVE DONE A LOT BETTER THAN ***THAT*** LITTLE RUNT...

HEY, PETER PARKER! HOW'S IT GOING, FELLA? REMEMBER ME?

SURE, TALL-GUY-WITH-RED-HAIR-AND-GLASSES. HOW COULD I FORGET?

WHAT'S WITH ALL THESE PEOPLE SUDDENLY PRETENDING THEY'RE MY LONG LOST BUDDIES? I DON'T REMEMBER ***HALF*** THESE GUYS.

MARY JANE ***SAID*** SHE HAD TO TWIST YOUR ARM TO COME TONIGHT...

WHAT YOU'VE GOT TO UNDERSTAND, LIZ, IS THAT YOU AND ME DIDN'T REALLY GO TO THE SAME SCHOOL. I MEAN, FOR YOU THIS PLACE WAS ALL LAUGHING AND JOKING AND DECIDING WHICH BOYS TO DATE.

FOR ME IT WAS FOUR YEARS OF KEEPING MY HEAD DOWN AND DOING MY BEST NOT TO GET THE *CRAP* KICKED OUT OF ME.

SO HOW DID A GUY WHO *HATED* THIS PLACE SO MUCH END UP *WORKING* HERE?

WHO KNOWS?

MAYBE I JUST WANTED A FEW *GOOD* MEMORIES OF THE PLACE.

OOH, YOU REMEMBER WHY THEY HAD TO REBUILD THE EXTENSION?

KILLER ROBOT. HOW COULD I FORGET?

WE'VE REALLY HAD A LOT OF *WEIRDNESS* IN OUR LIVES, HAVEN'T WE, PETER? I MEAN *KILLER ROBOTS* IN THE SCHOOL, *SPIDER-MAN* ALWAYS HANGING AROUND...

HARRY BECOMING THE GREEN GOBLIN, *MARK* BECOMING THE MOLTEN MAN, HARRY'S *DAD* ALL OVER THE NEWSPAPERS BECAUSE HE WAS THE *FIRST* GREEN GOBLIN...

SOMETIMES, IT'S LIKE YOU'RE THE ONLY NORMAL PERSON I KNOW.

HEY, PETER. ALL YOUR OLD FRIENDS ARE HEADING OVER TO THE BASKETBALL COURT TO GET THEIR PICTURE TAKEN. YOU GOING DOWN?

WELL, I WASN'T REALLY ON THE *TEAM* OR ANYTHING...

AH, C'MON AND GET YOUR *PICTURE* TAKEN AND DON'T BE SUCH A *SPOILSPORT*, PARKER.

WHAT ABOUT YOU? YOU HARDLY KNOW *ANYBODY* HERE.

I'VE GOT LIZ. I'LL BE FINE.

WELL, WELL, WELL. LOOK WHO IT *IS!* YOU FINALLY GRACING US WITH YOUR *PRESENCE* AFTER ALL THESE YEARS, PROFESSOR PARKER?

WHY NOT, COACH? I FIGURE IT'S TIME YOU HAD AT LEAST *ONE* PRETTY FACE IN THE OLD SCHOOL SCRAPBOOK.

1958

Champions
Boys
Basketball
1973

OOH, HEAR *THAT*, BOYS? YOU NEVER TOLD ME PROFESSOR PARKER HERE WAS SUCH A *COMEDIAN.*

LISTEN, WE JUST WANTED TO GET A PICTURE FOR *FLASH THOMPSON* 'COZ HE COULDN'T MAKE IT TONIGHT, RIGHT? I TAKE IT YOU HEARD ABOUT HIS *TRAFFIC ACCIDENT* AND THE *PARALYSIS* AND EVERYTHING?

SURE, I SEE FLASH ALL THE TIME. HE JUST LIVES *DOWNSTAIRS* FROM ME AND MARY JANE. WE CALL IN AND SEE HIM EVERY OTHER DAY.

REALLY? THAT'S *TERRIFIC.* WELL, WE JUST THOUGHT WE'D DO SOMETHING GOOFY TO TRY AND CHEER HIM UP A LITTLE. Y'KNOW, REMIND HIM OF THE GOOD OLD DAYS?

YOU UP FOR DOING SOMETHING GOOFY TO REMIND FLASH ABOUT THE GOOD OLD DAYS, PROFESSOR PARKER?

OH, GOD. WHY AM I STARTING TO GET A *BAD FEELING* ABOUT THIS...?

WEDGIE!!

MAN, YOU'RE IN YOUR TWENTIES NOW. DON'T EMBARRASS YOURSELF.

SUPERSONIC WEDGIE!!!

SERIOUSLY, I'M NOT THE GUY I WAS BACK IN HIGH SCHOOL, YOU MORONS. FIRST PERSON LAYS A *FINGER* ON ME LEAVES THE GYM ON A FREAKIN' *STRETCHER!*

HUNNNN!

VENOM!

WHAT'S THAT YOU'RE TRYING TO SAY, MISTER PARKER? WHAT AM I DOING HERE? MAN, WHAT DOES IT LOOK LIKE I'M DOING HERE YOU BIG, STUPID IDIOT?

HUTTT!

NGGH!

I'M KICKING YOUR @$&!

AAAGGH!

EDDIE! FOR GOD'S SAKE! WHAT'S THE MATTER WITH YOU? THESE ARE INNOCENT PEOPLE YOU'VE INJURED!

OH, EDDIE DOESN'T LIVE HERE ANYMORE, SPIDER-MAN. YOU'RE TALKING TO ANGELO FORTUNATO AND I'M HERE TO MAKE A NAME FOR MYSELF...

PETER PARKER'S SPIDER-MAN?

...STARTING WITH YOU.

MARVEL KNIGHTS SPIDER-MAN #8

TERRY DODSON, RACHEL DODSON & MORRY HOLLOWELL

THOOM!

NO!

Unfortunately, this isn't the *FIRST* time I've ended up fighting for my life in the school showers.

VENOMOUS

PART FOUR OF FOUR

Twice a week, this used to happen after gym class, regular as clockwork, but Venom's a *PIECE OF CAKE* after Flash Thompson and his ugly twelve apostles.

Except, of course, this isn't *VENOM.*

HANDS OFFA ME, MAN!

This is a gangster's kid named *ANGELO FORTUNATO,* and he just told me his Dad *BOUGHT* him The Symbiote at a *SUPER-VILLAIN AUCTION.*

UNNH!

OKAY, YOU LITTLE PUNK! YOU WANNA *DO* THIS LET'S *DO* IT!

The *OLD* Venom would *NEVER* have crashed my high school reunion and murdered an innocent person.

The old Venom had a working set of *MORALS* in his own *STRANGE* and *CONVOLUTED* WAY.

CLASS of 199

EXIT

ARE YOU TELLING ME THIS LINE ACTUALLY *WORKS* SOMETIMES? THAT SOME POOR WOMEN HAVE ACTUALLY *FALLEN* FOR THIS GARBAGE?

IT'S THE *TRUTH*, MARY JANE, AND I'M ONLY TELLING YOU BECAUSE YOU LOOK LIKE THE KINDA GIRL THAT CAN KEEP A *SECRET*. YOU KNOW HOW MUCH *THE BUGLE'S* OFFERING FOR THIS INFORMATION?

I'M *SPIDER-MAN*, BABY. THIS IS MY *GIFT*, THIS IS MY *CURSE*. YOU COME BACK TO *MY PLACE* AND I'LL EVEN SHOW YOU THE OLD RED AND BLUE *PAJAMAS*.

SORRY, SPIDEY, BUT I'M ALREADY MARRIED TO *THE HULK* AND YOU KNOW HOW *BIG AND CRANKY* HE GETS WHEN SOMEONE *HITS* ON HIS *GIRL*.

OH MY GOD!

OKAY, NOW I JUST FEEL *STUPID*...

LIZ! HIT THE FIRE ALARM! WE NEED TO EVACUATE THE BUILDING!!

Good girl, MJ. Keep a clear head and get everybody out of here. I'll do what I can to take the fight *OUTSIDE*.

PUCKER UP, SWEETIE! HERE'S A BIG, JUICY, WET ONE FROM YOUR DEAR, OLD *AUNT SPIDEY!*

ARE YOU KIDDING? IT'S LIKE YOU'RE MOVING IN SLOW MOTION OR SOMETHING, SPIDER-MAN...

He's learning FAST. Giving in to THE SYMBIOTE'S instincts and just fighting on AUTOPILOT here.

AAAGGHH!

Still, at least this gets the fight OUTSIDE.

C'MON, GUYS. MOVE! MOVE! YOU KNOW THE DRILL IF THERE'S A SUPER-VILLAIN IN A PUBLIC BUILDING!

WHY DOES THIS KEEP HAPPENING TO US, MJ? WHY DO THESE FREAKS KEEP FOLLOWING US AROUND?

This is insane. Fortunato's youngest couldn't have weighed more than a hundred and twenty, but this guy's TWICE the size of the old Venom. How's that even POSSIBLE?

Is he really packing that much *HATE?*

WHOA!

YOU'RE A REAL DISAPPOINTMENT, YOU KNOW THAT, ANGELO?

A HUNDRED MILLION DOLLARS ON AN ALIEN SUIT AND YOU'RE *STILL* A FREAKIN' LOSER.

YOUR DAD MUST BE REALLY *PROUD.*

Spider-sense kicks in with a three-sixty snapshot:

Pekinese-yapping...

...people-screaming...

...undercover cop holding a standard-issue and wondering whether or not to *FIRE...*

McSWIGGIN GAS

...not to mention the *GAS TRUCK.*

GET OUTTA THE WAY!

EXCUSE ME, MA'AM, BUT YOU FORGOT YOUR DOG.

This is dangerous. Too many people around. A nerd that's suddenly as strong as The Thing just has too much to *PROVE*.

I have to close him down *FAST*.

DUDE, I CAN'T BELIEVE YOU'RE JUST A *HIGH SCHOOL TEACHER!*

I ALWAYS THOUGHT YOU'D BE SOMETHING COOL LIKE *A COP* OR A *NAVY SEAL*, BUT YOU'RE *NOTHING* UNDER THAT MASK!

MY *DOORMAN* PROBABLY MAKES MORE MONEY THAN YOU DO!

A clock ticks, the crowd inhales, the driver looks about five feet ten, the passenger maybe a little shorter...

FRAGILE

Time to show this punk who he's *DEALING* with here.

WOW!

LIBERTY MEADOWS

LOOK! HE'S GETTING AWAY!

NOT SO FAST, CHUCKLES.

GO GET 'IM, SPIDEY!

JEEZ, LOOK AT THE MESS OF MY FRIGGIN' VAN...

Got to keep in mind he's just a kid. Black Cat said he's only ***DOING*** this to please his nutcase Dad and prove he's as sociopathic as the ***REST*** of the Fortunatos.

GIVE IT UP, ANGELO. I KNOW ***GEEK*** WHEN I SMELL IT AND THIS WHOLE ***VENOM*** THING JUST ISN'T YOU.

SHUT UP! YOU DON'T KNOW ME! ***NOBODY*** DOES!

Great. He's been Venom ***TEN MINUTES*** and he's already ***LEARNED*** all those tricks it took Eddie Brock ***MONTHS*** to master.

Web-spinning, invisibility, the power to block my ***SPIDER-SENSE;*** the suit really ***LIKES*** him. The two of them must be having one great ***CONVERSATION*** in there.

DON'T *LISTEN* TO IT, ANGELO! THE SUIT JUST FEEDS ON *HATE!* IT DOESN'T CARE ABOUT YOU! IT'S ONLY GONNA CHEW YOU UP AND SPIT YOU OUT LIKE IT CHEWED UP *EDDIE BROCK!*

YOU THINK BROCK LOOKED *HAPPY* BACK THERE? YOU THINK BEING A *MONSTER* FEELS ANY BETTER THAN BEING A *JERK?*

THAT *CLASSMATE* YOU KILLED IS NEVER COMING BACK, MAN! YOU REALLY WANT TO BE REMEMBERED AS THE GUY WHO MURDERED AN *INNOCENT BYSTANDER?*

NAH...

...JUST THE GUY WHO KILLED SPIDER-MAN.

WHAT?

CHUCK!

...

OH MY GOD.

I DID IT. I KILLED HIM.

ALL THOSE BIG GUYS OUT THERE... GREEN GOBLIN, DOCTOR DOOM, DOCTOR OCTOPUS AND ALL THOSE CLOWNS... I JUST DID WHAT NONE OF THEM COULD DO... EVEN WHEN THEY ALL GANGED UP.

AND YOU KNOW WHAT? IT WASN'T EVEN THAT DIFFICULT.

I KILLED HIM FOR YOU, DAD. YOU HEAR ME?

ANGELO FORTUNATO JUST KILLED SPIDER-MAN!

HE...HE SAID THIS WOULDN'T HAPPEN. THIS IS INSANE. HE... HE PROMISED THERE WOULDN'T BE ANY RISK...

WHAT? WHO THE HELL ARE YOU?

ALL WE WANTED WAS THE BUGLE'S FIVE MILLION FOR SPIDER-MAN'S *SECRET IDENTITY*. *NOBODY* WAS SUPPOSED TO GET *HURT*. *NOBODY* WAS SUPPOSED TO *DIE*...

OH &*$#--

No more *CHANCES*, dirtbag.

UNNH!

I *KNOW* you were the family joke. I *KNOW* people poked fun at you your entire life. I *KNOW* these powers were your first chance to dazzle your old man, but that's *STILL* no excuse...

You weren't bullied any more than I was, Angelo.

You weren't punched or kicked or spat upon any more than me.

You were given GREAT POWERS and you used them to KILL people, you little freak.

So like I said--

No more CHANCES.

PLEASE! DON'T HIT ME ANYMORE! I GIVE UP! I GIVE UP!

WHAT ARE YOU TALKING ABOUT? YOU'RE TWICE AS STRONG AS HE IS!

TAKE HIM DOWN, ANGELO! ONE PUNCH FROM YOU COULD TAKE THIS INSECT'S HEAD OFF!

URFF!

ANGELO! KEEP IT TOGETHER!

YOUR FEAR'S SHAKING US APART!

STAY FOCUSED. WE CAN FINISH THIS!

STAY FOCUSED, ANGELO! FIGHT BACK, YOU LITTLE RUNT! FIGHT BACK OR I'LL KILL YOU MYSELF!

I CAN'T. HE'S TOO GOOD AT THIS. WHAT CHANCE DOES SOMEONE LIKE ME HAVE AGAINST SPIDER-MAN, FOR GOD'S SAKE? I SHOULD NEVER HAVE LISTENED TO YOU!

ANGELO! WHAT ARE YOU THINKING? DO YOU REALIZE HOW MUCH THIS IS GOING TO DISAPPOINT YOUR FATHER?

DAD'S BEEN DISAPPOINTED IN ME SINCE THE SECOND I WAS BORN, MAN. THIS IS ALL JUST BUSINESS AS USUAL.

SIGH.

YOU KNOW YOUR PROBLEM, ANGELO...?

...YOU JUST DON'T HAVE ENOUGH VENOM!

JEEZUS! WHERE ARE YOU GOING?

TO FIND SOMEONE ELSE. WHAT DOES IT LOOK LIKE?

YOU'RE EVEN MORE PATHETIC THAN EDDIE BROCK ENDED UP.

Oh my God.

ANGELO! GO LIMP!

NO!

Oh no...

Only one shooter WORKING after the fight and the idiot used up all my WEB-FLUID.

ANGELO!!

MARY, MOTHER OF GOD...

MELONS

One hour later, Angelo's father shows up with all these fat uncles and cousins and the whole scene is ripped straight from The Sopranos.

The Don himself is finished. This was all he had left, but he looks strangely proud as he stands there and stares. Like he finally made something of the kid that endangered his legacy.

Poor ***EDDIE BROCK.*** He opened up his wrists at Fifty-Third and Broadway and doesn't look like he'll make the night.

He ***TRIED*** to be good. He tried to make up for all those horrible things he'd done in the past, but he's only unleashed the worst aspect of himself now...a ***MONSTER*** without a ***CONSCIENCE.***

Of course, Brock's not the ***ONLY*** one with blood on his hands tonight. That's the third death in as many days thanks to this stupid, five million dollar competition the Daily Bugle's been running.

Jameson's completely out of control here. ***SALES*** might be going through the roof, but I have to stop this now before anyone else ***DIES.*** The only question is...

...am I sneaky enough to pull this off?

WAIT A MINUTE, WAIT A MINUTE.

WHAT EXACTLY ARE YOU ***SAYING*** HERE, PARKER? ARE YOU TELLING ME YOU'VE ***WON*** THIS COMPETITION? YOU'VE FIGURED OUT WHO SPIDER-MAN REALLY ***IS?***

DAILY BUG

ABSOLUTELY.

SO WHY SHOULD EVERYONE LEAVE THE ROOM? IF THESE PICTURES ARE FOR REAL, WE'RE TALKING PAGES ONE THROUGH TWENTY-FIVE OF TOMORROW MORNING'S *PAPER*, KID.

TO BE HONEST, I'M NOT SURE YOU'RE GOING TO *RUN* THEM WHEN YOU SEE WHO WE'RE *TALKING* ABOUT HERE, JJ.

HIGHLY UNLIKELY, BUT IF THAT'S THE ONLY WAY YOU'RE GOING TO *SHOW* ME, I GUESS THE BOYS AND GIRLS CAN TAKE A WALK, RIGHT?

MUCH APPRECIATED.

YOU'RE MORE THAN WELCOME. NOW WHAT HAVE WE GOT HERE?

SPIDER-MAN CLIMBING INTO HIS APARTMENT, SPIDER-MAN LYING ON HIS BED, SPIDER-MAN WATCHING TV, SPIDER-MAN CHANGING IN AN ALLEY...

GOT THEM ALL WITH A TELEPHOTO LENS, BOSS MAN. GOT A NAME, ADDRESS AND EVERYTHING YOU COULD EVER WANT.

BUT WHAT'S HIS *NAME*, PARKER? TELL ME WHO HE IS!

JOHN JAMESON.

SPIDER-MAN'S YOUR *SON*, JONAH.

I REALLY AM TRULY SORRY.

NASA

NASA

WHAT?

WE'VE HAD A DEAL GOING BACK YEARS, JONAH. I TOOK THE PICTURES AND JOHN GOT A CUT OF THE CASH. HOW DO YOU THINK I GOT ALL THOSE EXCLUSIVES? HOW DO YOU THINK I GOT ALL THOSE *CLOSE-UP SHOTS?*

B-BUT THAT'S *IMPOSSIBLE.* SPIDER-MAN SAVED JOHN FROM THAT *SHUTTLE* ACCIDENT. THEY EVEN HAD A COUPLE OF FIGHTS WHEN JOHN-JOHN HAD HIS *LITTLE PROBLEM* A FEW YEARS BACK.

THAT A FACT?

YOU NEVER READ COMIC BOOKS GROWING UP? YOU NEVER SEE THE STUNTS SUPER HEROES PULL TO TO PROTECT THEIR SECRET IDENTITIES?

WHY ELSE DO YOU THINK SPIDER-MAN'S BEEN PLAYING GAGS ON HIS *OLD MAN* ALL THESE YEARS? HE'S BEEN DOING EVERYTHING HE *COULD* TO THROW PEOPLE OFF THE SCENT.

OH MY GOD.

ARE YOU *SURE* ABOUT THIS, PARKER?

HE'S USING JOHN'S *BATHROOM* HERE, JONAH.

BUT WHY WOULDN'T HE *TELL* ME?

WHO KNOWS? MAYBE HE JUST DIDN'T LIKE WHAT YOU WERE *WRITING* ABOUT HIM.

EITHER WAY, JOHN ASKED ME NEVER TO *TELL* YOU ANY OF THIS... WHICH IS WHY I'M GUESSING YOU'LL DO THE DECENT THING AND NEVER ACTUALLY *PRINT* THESE PICTURES?

OF COURSE. OF COURSE. HOW COULD I PRINT PICTURES OF MY OWN *SON?* THE COMPETITION'S *DEAD* AND *BURIED,* PARKER...

...BUT WHAT ABOUT THE *PRIZE MONEY?*

EXCUSE ME?

THE FIVE MILLION BUCKS OUR ANONYMOUS DONOR GAVE ME TO *FUND* THIS LITTLE OFFER. I'M HARDLY GONNA GIVE YOU THE WHOLE FIVE MILLION IF I CAN'T PRINT ANY OF THESE PICTURES!

WHAT?

LET'S SAY YOU GET HALF A MILLION AND THE BALANCE RESTS IN A PRIVATE BANK ACCOUNT IN CASE OUR ANONYMOUS DONOR EVER COMES *FORWARD.*

NATURALLY, I'LL NEED TO TAKE *EXPENSES* FROM SAID ACCOUNT, COMPENSATION TO HELP ME THROUGH THE *TRAUMA* OF WHAT I'VE JUST FOUND OUT ABOUT MY OWN *FLESH AND BLOOD...*

BUT I DON'T *WANT* HALF A MILLION DOLLARS...

DON'T TRY TO *HUSTLE* ME, YOU LITTLE CROOK. TEN PERCENT IS WAY TOO *GENEROUS* FOR PHOTOGRAPHS I'M NEVER GONNA USE. TAKE YOUR *MONEY* AND GET *OUT* OF HERE, KID...

EXTRA

...I OBVIOUSLY GOT A LOT OF *THINKING* TO DO BEFORE I GO HOME TONIGHT.

Just keep walking, Peter. Stay cool. Stay cool. You turn down this cash and Jonah's going to see right through you, man. You've got to act like everything's kosher or you blow this thing wide open.

But you can't keep this money. It's a ***HALF A MILLION DOLLARS,*** for God's sake.

So what? Whoever donated this cash is probably the same person who murdered Aunt May. He only did this to slowly drive me nuts. I ***DESERVE*** a little good luck for a change.

But it doesn't ***BELONG*** to you, Peter. You haven't earned it.

What are you talking about? I've been shot, stabbed, electrocuted and run over since this guy started wrecking my life. I've earned this money ***TEN TIMES OVER.***

If you can't give it back you have to give it away, Peter.

Are you ***INSANE?*** This could wipe out all those ***DEBTS*** Mary Jane rung up. This money could be the answer to all our problems.

But it's not ***YOUR*** money, Peter.

JAMESON seemed happy enough.

DODSON'S T VERN

But it's ***NOT YOUR MONEY.***

Oh God.

FACE IT, Tiger. You were just too ***WELL-RAISED...***

DINE

THE HOME OF THE USAGE

SORRY I'M LATE, PAOLO. MY KID JUST WOULDN'T LET ME OUT THE DOOR TONIGHT. I THINK HE MUSTA CRIED HIMSELF TO SLEEP.

YOU THINK I GIVE A RAT'S BUTT, RAMONA? ALL I KNOW IS I MISSED MY DAMN BUS AND, WHILE I REMEMBER, YOU THINK YOU COULD TELL YOUR BOY MY RESTAURANT AIN'T A *POST-OFFICE BOX?*

WHAT YOU *TALKING* ABOUT, PAOLO? HE'S *FOUR YEARS OLD.*

WELL, SOME GUY JUST LEFT A BIG, HEAVY CASE FOR HIM. I DON'T KNOW WHAT THE HELL'S *IN* THIS THING, BUT I JUST ABOUT BUST A...

SHUT UP, PAOLO.

WHAT?

WHO DID YOU SAY LEFT THIS BEHIND?

I DUNNO. SOME GUY WITH BROWN HAIR AND A BROWN JACKET SAID AN OLD MAN CALLED *ADRIAN* ASKED HIM TO DROP THIS OFF.

NAME *MEAN* ANYTHING TO YOU?

Parker, you must be just about the biggest softie in the world. Can you imagine *THE PUNISHER* doing this for one of his bad guys?

Two days after the incident, Mary Jane and I are asked to give a statement about Venom injuring all my classmates and murdering poor Seymour O'Reilly.

All the time we're talking, I'm thinking how *PATHETIC* this is and how I've had to lie through my teeth since the moment I first sewed this *MASK* together.

DETECTIVE

SORRY. THOUGHT I HAD MY *CELL PHONE* SWITCHED OFF.

As soon as I find Aunt May's killer, this stupid costume is going in the trash and *STAYING* there this time.

HELLO?

SORRY, IT'S HIS *AUNT*. SHE'S REALLY *OLD* AND SHE'S ALWAYS CALLING TO SEE IF HE CAN *DO* STUFF FOR HER.

HELLO, PETER. THAT WAS AN INTERESTING WAY TO SPEND YOUR SHARE OF THE MONEY I GAVE TO JAMESON. BUT WHAT ABOUT EDDIE BROCK?

IT'S ALWAYS A SHAME TO LOSE A *COLLEAGUE* LIKE THAT, BUT HE JUST DIDN'T FIT IN WITH THE PLANS WE HAVE FOR YOUR NEW AND IMPROVED *ROGUES GALLERY.*

WHAT? IS THIS YOU?

I'M GOING TO *KILL* YOU FOR THIS. DO YOU UNDERSTAND ME? I'M GOING TO HUNT YOU DOWN AND *KILL* YOU FOR MURDERING MY AUNT MAY.

WELL, LET'S NOT GET AHEAD OF OURSELVES, SHALL WE? THERE'S A LOT OF PEOPLE INVOLVED IN THIS SITUATION, PETER, AND TO TELL YOU THE TRUTH YOU'VE JUST SEEN THE TIP OF THE ICEBERG SO FAR.

WHAT WERE THOSE *COPS* DOING WITH *OTTO OCTAVIUS?* WHY IS *OSBORN* IN SUCH *TERRIBLE DANGER?* WHY HAS DEAR OLD AUNT MAY BEEN *INTEGRAL* TO ALL MY *PLANS?*

MEET ME FOR *LUNCH* TOMORROW AND I'LL GIVE YOU THE WHOLE STORY.

CIAO FOR NOW.

MARVEL KNIGHTS SPIDER-MAN #9

TERRY DODSON, RACHEL DODSON & LAURA MARTIN

Guilt and death are *OLD FRIENDS* of mine. I've known them both since I was just a little kid. Long before I stitched together the *SPIDER-MAN* costume.

Everyone I've ever *LOVED* has met a horrible and violent end. Everything I've ever *TOUCHED* eventually turns to dust...

YOU OKAY IN THERE, PETEY?

WHAT?

FINE, UNCLE BEN. JUST FINE.

WELL, LAST TIME I CHECKED, YOUNG BOYS DIDN'T SIT AND CRY FOR NO GOOD REASON. WHAT'S THE MATTER, SOLDIER? FLASH THOMPSON GIVING YOU A HARD TIME ABOUT THESE NEW GLASSES?

NAH, FLASH HAS BEEN PICKING ON SOME *OTHER* KID THESE LAST COUPLE OF WEEKS. THINGS HAVE ACTUALLY BEEN NICE AND QUIET.

LIZ ALLEN BEEN TEASING YOU AGAIN?

NO WAY. LIZ HAS ACTUALLY BEEN SITTING BESIDE ME AT LUNCH EVERY DAY. DID YOU HEAR SHE'S MAYBE COMING UP TO OSCORP WITH US FOR THAT *SCIENCE EXHIBITION* THIS WEEKEND?

SOUNDS TO ME LIKE SHE'S GOT A LITTLE *CRUSH* ON SOMEBODY, MISTER PARKER. THIS TIME NEXT YEAR, YOU WON'T EVEN WANNA *KNOW* A DUMB, OLD GUY LIKE ME.

DON'T SAY THAT.

C'MON, PAL. JUST TELL ME WHAT'S *BOTHERING* YOU, HUH?

I CAN'T. IT'S TOO STUPID.

CAN'T BE *THAT* STUPID IF IT'S MAKING YOU CRY. C'MON, BUDDIES AREN'T SUPPOSED TO HAVE SECRETS.

OKAY. IT'S JUST...

WELL, I WAS JUST THINKING ABOUT HOW YOU AND AUNT MAY ARE MUCH OLDER, I MEAN YEARS AND YEARS OLDER THAN EVERYBODY ELSE'S FOLKS, RIGHT?

NO DENYING *THAT.*

AND IT JUST KINDA HIT ME THAT IF YOU'RE TWENTY OR THIRTY YEARS OLDER THAN ALL THE MOMS AND DADS, THAT MEANS WHEN EVERYONE ELSE'S PARENTS HIT FORTY AND FIFTY, YOU...YOU AND AUNT MAY...

WHAT?

WELL, YOU AND AUNT MAY MIGHT NOT BE HERE ANYMORE...AND I'LL BE LEFT ON MY OWN AGAIN...

AW, PETER.

IS THAT WHAT ALL THIS IS ABOUT? C'MERE AND GIVE ME A HUG, HUH? C'MERE AND GIVE ME A BIG HUG, LITTLE MONKEY-BOY.

I'M SORRY. DON'T TELL AUNT MAY I'VE BEEN CRYING.

HEY, DON'T BE CRAZY. OF COURSE I WON'T. GOD, AND I THOUGHT I WAS SENSITIVE WHEN I WAS THIRTEEN...

SOLAR SYSTEM

WE'RE NOT GOING ANYWHERE, SON. YOU SEE YOUR AUNT MAY DOWN THERE? HER MOM LIVED 'TIL SHE WAS NINETY-EIGHT AND HER GRANDMOTHER LIVED 'TIL SHE WAS A HUNDRED AND TWO.

LIKEWISE, MY OLD MAN SMOKED LIKE A CHIMNEY AND DOWNED A BOTTLE OF SCOTCH EVERY NIGHT AND *STILL* LIVED 'TIL HE WAS A MONTH OFF EIGHTY-NINE.

REALLY?

WE'RE FROM GOOD STOCK, KIDDO. AND BESIDES, WE PROMISED YOUR MOM AND DAD THAT IF ANYTHING EVER HAPPENED TO THEM, WE'D BE HERE TO LOOK AFTER YOU, RIGHT?

DO I LOOK LIKE THE KIND OF GUY WHO'S GONNA LET DOWN HIS LITTLE BROTHER?

ONLY THE GOOD DIE YOUNG, PETER PARKER. THAT MEANS YOUR OLD UNCLE BEN HERE'S GONNA LIVE FOREVER.

SOLAR SYSTEM

But he died, of course. Just a few years later. He liked his eggs and bacon too much to live forever, but it wasn't his heart or his lungs or his cholesterol that finished off poor Uncle Ben.

It was a burglar with a gun and it was all my fault.

BELOVED HUSBAND AND

I'd never seen as many lilies as I saw at that funeral.

GWEN was next. Gwen *STACY*. That girl had a smile that could halt traffic and yet she lived in that pink apartment filled with dolls and teddy bears.

Poor, little Gwen. I'll never forget how *HELPLESS* she looked lying there. The smell of cordite from Osborn's *PUMPKIN-BOMBS*...

The sound of the cars, the honking of horns, Osborn's Goblin-Glider reflecting that beautiful, perfect sunlight...

The sound of her *NECK* snapping...

KRAK!

MORE lilies.

Uncle Ben and Gwen. Mom, Dad and Harry Osborn.

Captain Stacy, Jean DeWolffe, Bennett Brant and Freddie Foswell. Even poor old ***BEN REILLY***, God rest his soul.

I've been to more funerals than anyone I've ever known and I'm starting to wonder if it all comes down to ***PROBABILITY.***

Did my becoming Spider-Man send that ripple through their lives? Is this madness on some exponential curve that just gets steeper with every passing year?

I've buried too many people since I put on this mask, but I won't let Aunt May be the next to go down.

Not while this animal who snatched her ***SWEARS*** she's still alive.

Not while there's still a chance.

LAST STAND

PART ONE OF FOUR

GOOD MORNING, SPIDER-MAN.

ARE YOU SURPRISED?

WHAT?

SURPRISED IT WAS *ME* WHO KIDNAPPED OLD MAY. I WAS SCARED TO CALL AT FIRST BECAUSE I THOUGHT MY VOICE WOULD GIVE THE WHOLE THING AWAY, BUT YOU REALLY DIDN'T *FIGURE IT OUT*, DID YOU?

YOU REALLY DIDN'T GUESS IT WAS ME *ALL ALONG.*

DO WE *KNOW* EACH OTHER?

IS THIS A JOKE?

AM I SUCH A SECOND-STRINGER NOW, I HAVE TO FREAKIN' *TELL* YOU?

MAC GARGAN.

THE *SCORPION.*

TELL ME WHERE SHE IS, OR I'LL BREAK YOUR NECK!

DON'T SECRET IDENTITIES MEAN *ANYTHING* TO YOU PEOPLE ANYMORE?

NICE MOVES, SPIDER-MAN. NOW WHY DON'T YOU JUST GO ON NATIONAL TV AND TELL ***EVERYONE*** WHO YOU ARE.

RIGHT NOW ALL I CARE ABOUT IS ONE THING, YOU PIECE OF TRASH. ***WHERE IS SHE?***

ALIVE.

AS LONG AS YOU'RE SMART ENOUGH TO DO AS YOU'RE ***TOLD.***

NOW THREATEN ME AGAIN AND SHE'S DEAD. EVEN *LOOK* AT ME THE WRONG WAY AND SHE'S DEAD.

I'M NOT KIDDING AROUND HERE, SPIDER-MAN. THIS LITTLE TALK STAYS NICE AND CIVILIZED OR YOU'RE NEVER GOING TO SEE THAT SWEET, GRAY-HAIRED, OLD TRAMP AGAIN. UNDERSTAND?

PROVE IT!

PROVE SHE'S STILL ALIVE!

YOU REALLY THINK YOU'RE IN ANY POSITION TO MAKE *DEMANDS* HERE, BUDDY? NOW PUT ME DOWN BEFORE I GET TICKED OFF AND WALK AWAY FROM THIS *ENTIRE SITUATION.*

GOOD BOY.

NOW LET'S GO GET SOME LUNCH AND TALK ABOUT WHAT YOU'RE GOING TO BE *DOING* FOR US, HUH?

WHY DID MARVEL GIRL THINK SHE WAS ALREADY DEAD?

WHAT?

MARVEL GIRL. THE PSYCHIC FROM THE X-MEN. WHY DID SHE TELL ME AUNT MAY WAS ALREADY DEAD?

BEATS ME.

I'VE NEVER KILLED ANYONE BEFORE, GARGAN. KILLING SOMEBODY IS JUST ABOUT THE WORST THING I CAN IMAGINE ANYONE EVER DOING. BUT, GOD HELP US, IF YOU'RE *LYING* TO ME HERE--

REMEMBER WHAT I SAID WOULD HAPPEN IF YOU *THREATENED* ME AGAIN, SPIDER-MAN?

HOW LONG HAVE YOU KNOWN?

YOUR SECRET IDENTITY? COMING UP ON A YEAR THIS CHRISTMAS, I THINK.

A YEAR?

OH, YEAH.

BUT WHY WOULD YOU KEEP IT A ***SECRET*** ALL THAT TIME? AND WHERE DID YOU FIND THAT FIVE MILLION BUCKS YOU GAVE THE DAILY BUGLE?

YOU'RE NOT EXACTLY ***VENOM***, GARGAN. YOU'RE ***B-LIST*** AT ***BEST***.

OH, SPIDER-MAN. YOU REALLY DON'T HAVE A CLUE, DO YOU? HAVEN'T YOU FIGURED ALL THIS OUT YET? HAVEN'T YOU GUESSED WHO ***HIRED*** ME HERE?

THIS IS NORMAN OSBORN'S ***MASTERPIECE***, KID.

THE GREEN GOBLIN'S ***REVENGE***.

WHAT?

OSBORN TOLD YOU WHO I WAS?

OH, HE DID A LOT MORE THAN ***THAT***, BABY.

NORMAN TOLD ME THAT IF YOU EVER TOOK HIM DOWN, IF YOU EVER HAD HIM ARRESTED OR PUBLICLY EXPOSED, THAT THIS LITTLE GAME YOU'VE BOTH BEEN PLAYING GOES ***UP*** A NOTCH OR TWO.

THIS ISN'T A ***GAME***, GARGAN.

AH, C'MON. YOU GET A COSTUME, HE GETS A COSTUME. HE KILLS YOUR UNBORN CHILD, YOU KILL HIS SON.

I *DIDN'T* KILL HARRY.

WHATEVER,

THIS WAS JUST ONE OF OSBORN'S HUNDREDS OF PLANS AND COUNTERPLANS. YOU EVER BEEN IN HIS HIDEOUT? YOU EVER SEE THOSE SCHEMES AND ARROWS AND BOXES HE HAS ALL OVER HIS WALLS?

HE'S HAD THIS ONE PLANNED SINCE THE MINUTE HE FOUND OUT WHO YOU WERE, KID. WHY DO YOU THINK HE TARGETED THE *OLD* BROAD INSTEAD OF THAT *HOTTIE* YOU EVENTUALLY BAGGED?

THIS DOESN'T MAKE SENSE. IF OSBORN HAS REALLY BEEN BEHIND THIS WHOLE THING, WHY DID HE LOOK SO *SCARED* WHEN I SPOKE TO HIM BACK AT RYKER'S?

BECAUSE KIDNAPPING MAY PARKER WAS JUST THE TIP OF THE ICEBERG, SPIDER-MAN. YOU NEVER WONDER WHY YOU ALWAYS FIGHT THE *SAME GUYS* OVER AND OVER AGAIN?

WHAT ARE YOU *TALKING* ABOUT?

WHAT DO YOU MEAN?

THERE'S MORE TO THIS THAN YOU AND MAY PARKER, YOU KNOW. MAY WAS JUST THE *INSURANCE POLICY.* THE REAL MEAT AND POTATOES IS WHAT'S BEEN GOING ON IN THE BACKGROUND ALL THESE YEARS.

"IMAGINE IT'S NINETEEN FORTY-FIVE AND YOU'RE ONE OF THE RICHEST MEN ON THE PLANET. YOU GOT EVERYTHING YOU EVER WANTED.

"GIRLS, MONEY, POWER. YOU'RE LIVING THE AMERICAN DREAM AND ALL THE LITTLE WORKER-BEES ARE WORKING ROUND THE CLOCK TO KEEP YOU THERE.

"THEN THESE GUYS IN MASKS START SHOWING UP, RIGHTING WRONGS AND THROWING THEIR SUPER-POWERS AROUND.

"THEY SAY THEY'RE HERE TO FIGHT INJUSTICE AND YOU KNOW IT'S ONLY A MATTER OF TIME BEFORE THEY START LOOKING AT THE BOOKS AND SEEING THE WAY THIS WORLD OF YOURS *REALLY* OPERATES.

"FOR THE FIRST TIME IN A THOUSAND YEARS, THE RULING CLASS IS UNDER THREAT, AND BULLETS WEREN'T GONNA KEEP *THIS* REVOLUTION DOWN. BULLETS JUST BOUNCE OFF THESE GUYS' *CHESTS*.

"SO WHAT DO THEY DO? WHAT'S THE GENIUS PLAN THAT MAN CREATES TO KEEP THE SUPERMAN IN CHECK? ANY IDEAS?"

EASY.

THEY CREATE THE SUPER BAD-GUY.

"YOU HAVE TO REMEMBER THAT IN THOSE DAYS THE WORLD WASN'T REALLY BROKEN DOWN INTO HEROES AND VILLAINS AS CLEARLY AS IT IS NOW.

"HEROES LIVED OUTSIDE THE LAW. THAT'S WHY MOST OF THEM HAD MASKS. THESE RICH GUYS JUST SAW THEM ALL AS ONE BIG, COLLECTIVE THREAT AND DECIDED TO SET THEM *AGAINST* EACH OTHER.

"DIVIDE AND CONQUER, AS THEY SAY.

"HALF THE VILLAINS IN THE OLD DAYS WERE JUST EX-GIs ON A SALARY. WHY DO YOU THINK NOBODY *IMPORTANT* EVER GOT OFFED? WHY DID THEY ALWAYS GO AFTER THE SAME SUPER HEROES?

"THEY WERE *ASSIGNED* TO THESE GUYS, SPIDER-MAN. YOU GUYS WERE WRITTEN INTO THEIR *CONTRACTS.*"

ARE YOU SERIOUSLY TRYING TO TELL ME ALL THE IDIOTS WE'VE FOUGHT OVER THE YEARS HAVE BEEN *STOOGES?*

DON'T BE CRAZY. WE'RE TALKING MAYBE ONE OR TWO ORGANIZERS FOR EACH SUPER HERO, BUT THAT'S ALL YOU REALLY NEED. ONCE YOU START THE BALL ROLLING, YOU JUST SIT BACK AND ENJOY THE FUN.

LOOK AT THAT AUCTION LAST MONTH: PEOPLE WERE BLEEDING THEMSELVES DRY TO BECOME AN A-LIST VILLAIN. THE WHOLE THING BECOMES *SELF-PERPETUATING* IF YOU'RE SMART ABOUT IT.

THIS IS *GARBAGE.* YOU'RE JUST MESSING WITH MY HEAD. THERE'S NO WAY THE GOVERNMENT WOULD CREATE THEIR OWN SUPER-VILLAINS.

BUT THIS ISN'T THE GOVERNMENT. THESE ARE THE COMPANIES THAT PUT GOVERNMENTS IN OFFICE, AND NEUTRALIZING CAPES WAS A GENUINE *BUSINESS CONCERN* WHEN THEY FIRST APPEARED.

WHAT'S THIS GOT TO DO WITH NORMAN OSBORN?

"BILLIONAIRE? BIO-CHEMIST? ALL THOSE BIG MILITARY CONTRACTS? I THOUGHT YOU WERE SUPPOSED TO BE SMART, SPIDER-MAN.

"OSBORN WAS THEIR FAVORITE SUPER-VILLAIN CONTRACTOR UNTIL HE WENT A LITTLE NUTS AND STARTED FLYING AROUND ON THAT *GOBLIN GLIDER* HE BUILT FOR HIMSELF."

OH MY GOD.

BUSH AND CLINTON FOUND OUT ABOUT THIS AND CLOSED DOWN ANY SUPER-VILLAIN PROGRAMS THEY HEARD ABOUT, BUT THERE WAS SOME VERY FAMOUS ***NAMES*** IN THAT ORIGINAL CABAL.

THAT'S WHY THEY HAVE TO ***KILL*** HIM, MAN. HE KNOWS WHERE ALL THE BODIES ARE BURIED AND NORMAN OSBORN LOCKED UP IN JAIL IS THE VERY ***DEFINITION*** OF A LOOSE CANNON.

AS LONG AS OSBORN'S LOCKED UP IN THAT CELL, HE'S A SITTING DUCK FOR THEM AND ANY ***WOULD-BE ASSASSINS*** THEY WANT TO SEND ALONG TO ***ICE*** THE POOR GUY.

IF THIS IS TRUE, IF THIS REALLY IS TRUE, WHY HAVEN'T THEY KILLED HIM BEFORE NOW? HE'S BEEN LOCKED UP FOR TWO OR THREE MONTHS, RIGHT?

LIKE I SAID, HE KNOWS WHERE THE BODIES ARE BURIED, SPIDER-MAN. ANYTHING HAPPENS TO HIM AND E-MAILS AND PARCELS START REACHING ALL THE NEWSPAPERS ABOUT THIS STUFF.

WHY DO YOU THINK THESE ***BREAK-INS*** HAVE BEEN HAPPENING AT ***OSCORP?*** THESE GUYS CAN'T PULL THE TRIGGER 'TIL THEY'RE SURE EVERY BASE HAS BEEN ***COVERED.***

AND NOW THEY'RE ALMOST ***DONE,*** HUH?

EXACTLY. ALL THE LOOSE ENDS HAVE BEEN TIED UP AND WORD IS THEY'VE BRAINWASHED DOCTOR OCTOPUS TO KILL HIM THIS ***WEEKEND.*** DIDN'T YOU SEE THE ***MESS*** HE WAS IN A FEW WEEKS BACK?

THAT'S WHY WE NEED YOUR HELP, SUPER HERO.

NORMAN WANTS YOU TO BREAK HIM OUT OF PRISON TOMORROW NIGHT AT MIDNIGHT.

FORGET ABOUT IT.

SO AUNT MAY DIES. SIMPLE AS THAT.

WHAT?

YOU BREAK THE GREEN GOBLIN OUT OF PRISON, THERE'S ALWAYS THE ***POSSIBILITY*** HE'S GOING TO KILL SOMEONE AGAIN.

YOU ***REFUSE*** TO BREAK HIM OUT, IT'S AN ABSOLUTE ***GUARANTEE*** MAY PARKER IS GOING TO DIE.

WHAT DO YOU THINK THIS HAS ALL BEEN ABOUT, SPIDER-MAN? WHY DO YOU THINK WE'VE BEEN RUNNING YOU ***RAGGED*** THESE PAST FEW WEEKS? WE WERE ***SOFTENING YOU UP***, KID.

ONE PHONE CALL. THAT'S ALL IT WOULD TAKE. ONE PHONE CALL TO ***S.H.I.E.L.D.*** AND YOU'D BE IN JAIL FOR THE REST OF YOUR LIFE FOR THIS, GARGAN.

YEAH, WELL, AT LEAST I'LL BE COMFORTED BY THE THOUGHT THAT THIS VERY SAME PHONE CALL CONDEMNED YOUR DEAR OLD AUNT TO DEATH.

DON'T YOU GET IT, FREAK? EITHER YOU DO EXACTLY LIKE WE TELL YOU OR YOU NEVER SEE THAT OLD WOMAN AGAIN.

WHY ARE YOU DOING THIS, MAN? WHY DID YOU GO TO ALL THIS TROUBLE WHEN THERE'S A ***HUNDRED*** GUYS THAT COULD BUST NORMAN OSBORN OUT OF PRISON?

BECAUSE ***YOU*** RAISED THE ***ANTE***, SPIDER-MAN. YOU PUT OSBORN BEHIND BARS AND RUINED EVERYTHING HE'D BEEN ***BUILDING*** ALL THESE YEARS.

YOU'VE ONLY GOT ***YOURSELF*** TO BLAME.

NOW, IF YOU'LL EXCUSE ME, I GOTTA GO HOME AND PICK UP THIS NEW *SCORPION* SUIT OSBORN ARRANGED FOR ME TO GET.

THOSE OLD BUSINESSMEN MIGHT NOT BE MAKING SUPER-VILLAINS ANYMORE, BUT NORMAN'S STILL COMMITTED AND HE'S BEEN REVAMPING ALL YOUR MAJOR ENEMIES FOR *MONTHS.*

NO KINGPIN OUT THERE TO BUST YOUR STONES ANYMORE? THAT'S WHY HE'S BEEN MAKING *THE OWL* INTO A PLAYER.

THAT STUPID GREEN SUIT I USED TO RUN AROUND IN? THAT'S WHY HE HAD HIS *DOCTOR* FRIENDS DOUBLE MY STRENGTH AND NOW I CAN DO NEW FANCY TRICKS LIKE YOU WOULDN'T *BELIEVE.*

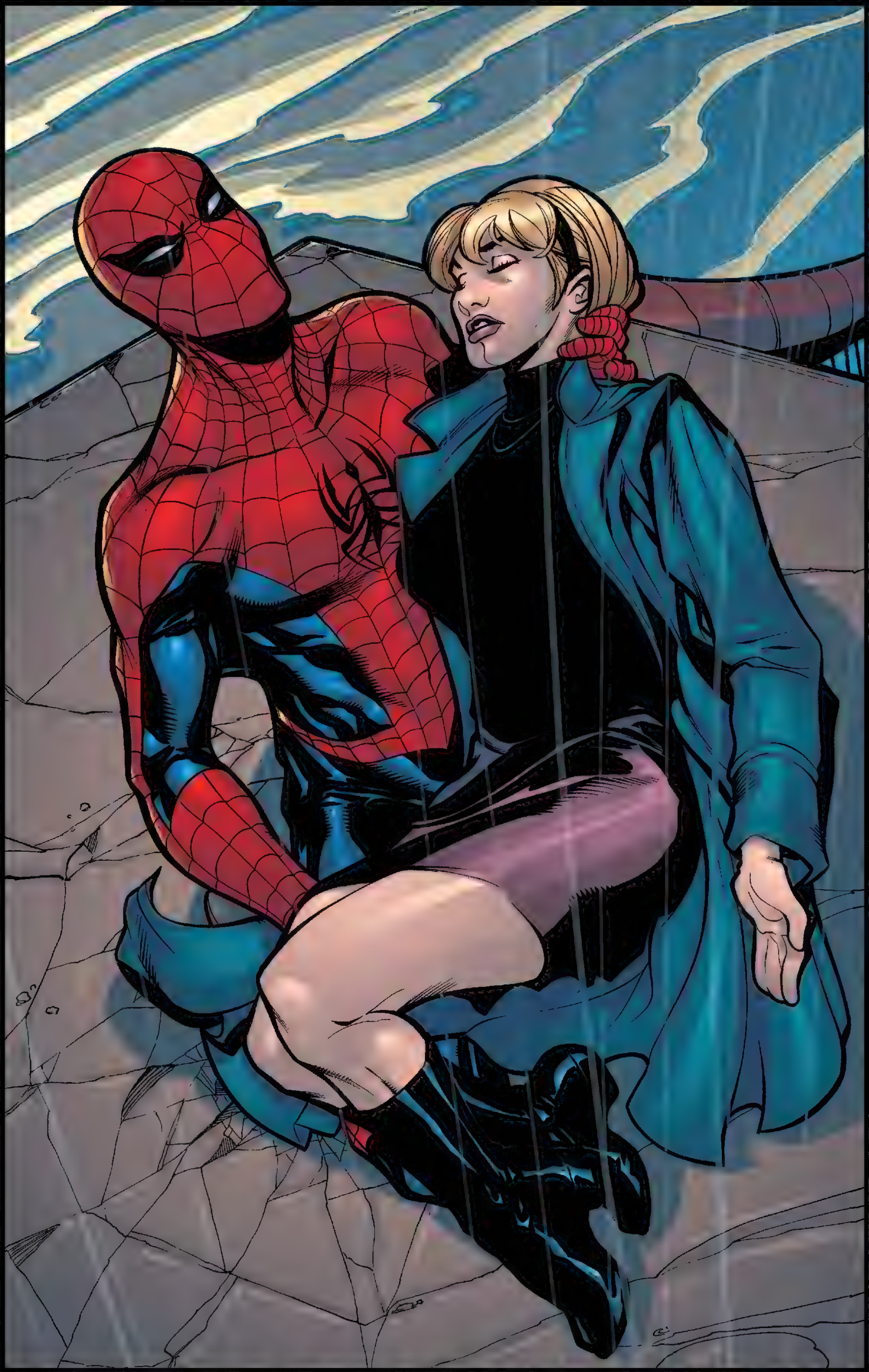
I DON'T CARE ABOUT YOUR POWERS. I DON'T *CARE* ABOUT THIS UPGRADE OSBORN'S GIVEN YOU. I'M NOT GOING TO BREAK THE LAW FOR HIM, GARGAN.

SURE YOU ARE.

WHAT MAKES YOU SAY THAT?

BECAUSE I THINK YOU'VE BURIED *ENOUGH* FRIENDS OVER THE YEARS.

DON'T YOU?



She's dead. She's dead already. This is just Osborn *PLAYING* with you, Parker. This is just one of his *MIND-GAMES.*

But what if it's not? What if he's telling *THE TRUTH* and Aunt May is just sitting in a room somewhere and crying for her *HEART PILLS?*

I go to the cops and she's *DEAD.* I go to the super-people and she's *DEAD.* Oh, God. What am I going to *DO?*

HEY, MISTER PARKER. WHAT TOOK YOU SO LONG?

HUMBERTO? WHAT ARE YOU DOING HERE?

YOU SAID TO MEET YOU OUTSIDE YOUR APARTMENT AT FOUR PM SO WE COULD GO OVER THAT CHEMISTRY STUFF FOR THE PAPER TOMORROW.

I BEEN SITTING HERE A COUPLE OF HOURS, MISTER PARKER. I CAN'T EVEN FEEL MY *BUTT* ANYMORE.

OH, GOD. I'M SORRY, BUDDY. SOMETHING CAME UP AND THINGS HAVE BEEN KINDA CRAZY TODAY. COULD WE TAKE A RAIN-CHECK ON THIS? COULD YOU COME BACK TOMORROW AT THE SAME TIME?

BUT THE *PAPER'S* DUE TOMORROW AND I BEEN WAITING HERE A COUPLE OF HOURS ALREADY, MISTER PARKER. COULDN'T WE JUST TAKE TEN MINUTES? EVEN JUST TO COVER THE *CATALYST* STUFF?

PLEASE?

OKAY, YOU GOT TEN MINUTES, HUMBERTO. NOW WHERE DID WE LEAVE OFF LAST TIME? WAS IT THE ***ENZYME*** CHAPTER?

NAH, IT'S ALL THIS CATALYST AND INHIBITOR STUFF. I WAS OFF A COUPLE OF DAYS WHEN YOU COVERED THAT CHAPTER SO I KEEP GETTING MIXED UP.

IS A ***CATALYST*** USED TO PREVENT A CHEMICAL REACTION OR IS THAT WHAT AN ***INHIBITOR*** DOES?

MISTER PARKER? ARE YOU OKAY?

UH, SURE, HUMBERTO. FINE, JUST FINE.

NOW LET'S GO BACK AND TAKE A LOOK AT THIS CHAPTER FROM THE ***BEGINNING***, HUH?

THE HOME OF MAC GARGAN:

WOW. I LOVE THE NEW **COSTUME** THEY SENT YOU, MAC. I HEAR THIS NEW TAIL THEY BUILT CAN TAKE DOWN A **WINNEBAGO** NOW AND THOSE COOL **STRIPES** ON YOUR CHEST ARE TO DIE FOR.

WHAT?

YOU REALLY THINK THIS IS GOING TO MAKE A DIFFERENCE TO YOUR PATHETIC CAREER? YOU REALLY THINK A NEW TAIL THAT SMASHES **BIGGER OBJECTS** IS GOING TO PUT YOU ON THE MAP AGAIN?

WHO *IS* THIS? WHO'S *SAYING* THAT?

ME? OH, I'M YOUR **NEW BEST FRIEND**, MAC. I'M YOUR **TICKET** OUT OF THE **GUTTER**.

JUST SAY THE **WORD** AND NOBODY'S EVER GOING TO LAUGH AT YOU ***AGAIN***, MISTER SCORPION. AREN'T YOU EMBARRASSED HOW YOUR **BODY** LOOKS AFTER ALL THOSE PAINFUL OPERATIONS?

I KNOW WHO YOU ARE AND I AIN'T ***INTERESTED***, CREEP. I GOT ***ENOUGH*** BEST FRIENDS.

OH, BUT MAC, MAC, MAC...

...YOU NEVER HAD A FRIEND LIKE ME BEFORE.

MARVEL KNIGHTS SPIDER-MAN #10
TERRY DODSON, RACHEL DODSON & LAURA MARTIN

Uncle Ben, I am so sorry.

THE LAST STAND

PART TWO OF FOUR

They might have fixed your gravestone, they might have swapped the turf and planted a few flowers, but I can still tell that you're angry with me and you have every ***REASON*** to be angry.

I'm sorry about you, sorry about Gwen and sorry about this awful situation Aunt May is in because of me and this stupid mask.

But most of all I'm sorry for what I'm about to do next.

I made a promise when you died and now I'm about to ***BREAK*** that promise. But I don't have a choice, Uncle Ben.

This is my one and only chance of making sure Aunt May doesn't end up out here with all the ***OTHER*** people I've let down over the years.

I hope you find it in your heart to forgive me for the line I'm about to cross tonight.

There's honestly just no other way to ***SAVE*** her.

HUUURRKK!

MJ, PLEASE. I'M FEELING BAD ENOUGH ABOUT THIS AS IT IS.

PTUII!

AND SO YOU SHOULD. WHAT DO YOU EXPECT ME TO *DO* HERE, PETER? SHAKE YOUR *HAND?*

YOU'RE BREAKING SOMEBODY OUT OF *PRISON,* FOR GOD'S SAKE. YOU'RE BREAKING *THE GREEN GOBLIN* OUT OF PRISON.

IT'S LIKE THE SCORPION SAID: IF I BREAK HIM OUT, THERE'S ALWAYS THE RISK THAT SOMEBODY'S GOING TO GET HURT. BUT IF I DON'T BREAK HIM OUT, IT'S AN ABSOLUTE GUARANTEE.

THIS IS THE ONE AND ONLY WAY HE'S GOING TO SHOW ME WHERE HE'S LOCKED UP AUNT MAY.

BESIDES, PETER'S THE ONLY REASON OSBORN'S EVEN *IN* PRISON, RIGHT? IF HE BREAKS HIM OUT, ALL HE'S DOING IS RETURNING THINGS TO THE WAY THEY WERE THREE MONTHS AGO.

WHAT KIND OF STUPID JUSTIFICATION IS THAT? AND SINCE WHEN DID WE START TAKING ADVICE FROM SOMEBODY WHO DRESSES UP LIKE A CAT AND *BURGLARIZES* PEOPLE?

I HAVEN'T BURGLARIZED ANYBODY IN *EIGHTEEN MONTHS.*

OH, SHUT UP, FELICIA. THINGS ARE COMPLICATED ENOUGH WITHOUT YOU HANGING AROUND. WHY DON'T YOU JUST GO AND FIND YOURSELF A *BOYFRIEND,* HUH?

MARY JANE!

I'M SORRY, BUT IT'S TRUE. EVERY TIME SHE *SHOWS UP*, SHE TURNS OUR LIVES UPSIDE DOWN. *OF COURSE* SHE THINKS IT'S A GOOD IDEA. SHE USED TO SLEEP IN THE *NEXT CELL OVER.*

PETER, I'M NOT TRYING TO INTERFERE, BUT WE'RE ON A TIGHT SCHEDULE HERE AND DON'T HAVE TIME FOR ALL THIS GARBAGE.

CAN'T YOU SEE WHAT OSBORN'S *DOING*, PETER? HE'S JUST PULLING THE STRINGS AND MAKING YOU DANCE LIKE AN *IDIOT* AGAIN. HE'S EVEN TRYING TO RUIN THINGS BETWEEN *YOU* AND *ME* NOW.

PLEASE DON'T DO THIS.

PLEASE... HE'S *TOO SMART.*

IT'S DIFFERENT THIS TIME. DOCTOR OCTOPUS HAS BEEN BRAINWASHED TO *KILL* HIM THIS WEEKEND AND HE'S VULNERABLE FOR THE FIRST TIME IN HIS LIFE.

HE PROMISED ME HE'D *BEHAVE* AND, FOR SOME REASON, I THINK HE'S TOO *SCARED* TO BE LYING THIS TIME.

BESIDES... THERE'S NO OTHER WAY TO SAVE *AUNT MAY.*

I'M SORRY.

PLEASE, GOD, LET ME BE WRONG ABOUT ALL THIS...

RIKER'S ISLAND PENITENTIARY:

NYC POLICE

WHAT ARE YOU GOING TO DO ONCE HE'S OUT THERE AGAIN? ABOUT YOUR SECRET IDENTITY, I MEAN. HOW ARE YOU GOING TO MAKE SURE NOTHING LIKE THIS EVER HAPPENS IN THE FUTURE?

WITNESS PROTECTION PROGRAM.

WHAT?

ONCE I GET AUNT MAY BACK, I'M GIVING SPIDER-MAN UP, TELLING THE COPS WHO I AM, AND THE WHOLE FAMILY IS GOING INTO THE WITNESS PROTECTION PROGRAM.

SERIOUSLY?

WHAT *ELSE* AM I GOING TO DO? THIS JUST PROVES IT'S TOO DANGEROUS TO *MESS AROUND* ANYMORE.

THANKS FOR PUTTING THESE OUTFITS TOGETHER, BY THE WAY. THEY'RE NICE AND LOOSE SO IT'S HARD TO EVEN MAKE OUT WHAT SIZE WE ARE. JUST NEED TO REMEMBER NOT TO USE MY *WEB-SHOOTERS.*

DID I TELL YOU I WAS GOING TO MAKE US *DAREDEVIL AND ELEKTRA* COSTUMES? JUST TO GET A *RISE* OUT OF *MATT?*

OH, MAN. THAT WOULD HAVE BEEN *PRICELESS.* CAN YOU IMAGINE THEIR FACES? THEY'D HAVE GONE ABSOLUTELY *NUTS.*

GOD, HOW CAN I *LAUGH* AT A TIME LIKE *THIS?*

PETER, BEFORE WE DO THIS--I JUST WANT TO *SAY* SOMETHING.

S'UP?

I JUST WANT YOU TO REALIZE I'M READY TO DO THIS BY MYSELF IF YOU DON'T WANT TO CROSS THIS LINE.

WHAT DO YOU MEAN?

WELL, YOU'RE A MUCH BETTER *PERSON* THAN I AM, PETER. I'M NOT BEING MODEST HERE. YOU JUST ARE AND WE BOTH KNOW IT.

YOU'RE ALSO A SUPER HERO AND, AS MUCH AS I'M TRYING, I'M NEVER REALLY GOING TO BE ONE OF THE GOOD GUYS LIKE YOU OR CAPTAIN AMERICA OR THE FANTASTIC FOUR.

I JUST DON'T WANT YOU TO COMPROMISE EVERYTHING I LOVE ABOUT YOU WHEN I COULD DO THIS BY MYSELF.

MY CONSCIENCE COULD HANDLE A JOB LIKE THIS, BUT I'M NOT SURE *YOURS* CAN. I JUST DON'T WANT YOU DOING SOMETHING YOU'LL REGRET FOR THE REST OF YOUR LIFE.

ARE YOU SERIOUS?

A HUNDRED PERCENT SERIOUS.

C'MON, LET'S GO SEE IF THE SCORPION'S PLANS FOR THIS PLACE ARE AS GOOD AS THEY LOOKED ON PAPER.

LISTEN, NOBODY'S ASKING YOU TO DO ANYTHING *ILLEGAL* HERE, HAYDN. ALL WE'RE ASKING YOU TO DO IS *LOOK THE OTHER WAY* FOR A SECOND.

YOU CAN SAY YOU WERE ON ANOTHER *TOILET-BREAK*. JUST BLAME IT ON YOUR *PROSTATITIS*.

I DUNNO, MAN. I MEAN, MY HEART *GOES OUT* TO SCOTTY AND EVERYTHING, BUT I GOT A *WIFE AND KIDS* TO THINK ABOUT. IF I LOSE THIS *JOB*...

YOU'RE *NOT* GONNA LOSE YOUR JOB, HAYDN. *WE'RE* THE ONES PULLING THE TRIGGERS DOWN THERE. ALL WE'RE ASKING YOU TO DO IS *LOOK THE OTHER WAY*, FOR GOD'S SAKES.

BESIDES, YOU REALLY THINK WE AIN'T GONNA BE HEROES AFTER THIS? HOW MANY PEOPLE HAS OSBORN KILLED? THEY'LL END UP GIVING US A FRIGGIN' *MEDAL* FOR PULLING THIS OFF.

BUT I GOT A *WIFE*...

SCOTTY HAD A WIFE TOO UNTIL THAT PIECE OF CRAP POISONED HER AND PUT HER IN THE GROUND.

IT'S HIS FIRST NIGHT BACK SINCE THE *FUNERAL*, HAYDN, AND HE REALLY NEEDS US TO *HELP HIM OUT* HERE, MAN.

WHAT'S A RIFLE GONNA DO TO OSBORN *ANYWAY*? HIS SKIN'S SUPPOSED TO BE BULLETPROOF, RIGHT?

SOME BULLETS ARE BETTER THAN *OTHERS*, BUDDY. THESE NEW ASSAULT RIFLES WE BEEN ISSUED TOOK A CHUNK OUTTA *THE RHINO'S* BUTT JUST LAST WEEK.

WHAT'S THE WORD?

GOOD TO GO, PETER. I'VE PAUSED ALL THE SECURITY CAMERAS ACROSS THE ROUTE THE SCORPION LAID OUT FOR YOU.

TRIP-SENSORS GAVE ME A LITTLE TROUBLE, BUT YOU'RE CLEAR TO TOUCH THE WALLS AND FLOOR FOR AT LEAST ANOTHER TWENTY MINUTES.

I DIDN'T KNOW YOU WERE SUCH AN *EGGHEAD*, MISS KYLE.

BENEFITS OF A GOOD **CATHOLIC SCHOOL EDUCATION**, *MISTER PARKER. THE SCORPION'S* **SCHEMATIC** *WORKING OUT FOR YOU DOWN THERE?*

RIGHT DOWN TO THE SMALLEST DETAIL. MAN, IS THAT *BLACKIE DRAGO* IN THERE?

I HAVEN'T SEEN HIM SINCE HE WAS DOING THE WHOLE *VULTURE* THING A FEW YEARS BACK. IS HE *STILL* LOCKED UP?

WE REALLY MEET SOME INTERESTING PEOPLE IN THIS JOB, DON'T WE?

TELL ME ABOUT IT.

CAN I GET A LITTLE LIGHT IN OSBORN'S CELL?

COMING RIGHT UP...

I HOPE YOU REALIZE YOU'RE NINETY SECONDS BEHIND SCHEDULE?

JUST SHUT UP AND GET OUT OF THERE BEFORE I CHANGE MY MIND.

WANT TO LET YOU KNOW HOW MUCH I APPRECIATE THIS, GUYS. THE WARDEN SAID I COULD TAKE ANOTHER COUPLE OF MONTHS IF I LIKE, BUT WHAT GOOD'S LYING AROUND THE HOUSE GONNA DO ME?

I GOTTA DO SOMETHING POSITIVE IF I'M GONNA FEEL BETTER AND WHAT COULD BE MORE POSITIVE THAN EMPTYING A SHELL RIGHT IN THE FACE OF THAT PIECE OF CRAP SLEEPING IN THERE?

DOESN'T MATTER WHAT HAPPENS TO ME AFTER-WARDS. NOTHING'S GONNA MAKE ME FEEL WORSE THAN I FEEL NOW ANYWAY.

JUST REMEMBER, WE'RE RIGHT BEHIND YOU, SCOTTY. MONITOR ROOM BOYS TOO.

THE WHOLE DAMN PLACE WANTS THIS BUM TO SUFFER FOR WHAT HE DID TO BARBARA. ONLY *RIGHT* YOU SHOULD GET YOUR REVENGE.

THANKS, MAN. APPRECIATED.

TONY, COULD WE GET SOME LIGHTS IN FOUR-FIVE-ONE?

WHERE THE HELL'S HE GONE?

HAYDN, WHAT'S GOING ON DOWN HERE? SOMEBODY MOVE NORMAN OSBORN?

THE HELL ARE YOU TALKING ABOUT? OSBORN'S SITTING THERE DOING A JIGSAW IN THE CORNER OF THE ROOM.

HADYN, SERIOUSLY. OSBORN ISN'T IN THIS CELL.

I'M TELLING YOU, MAN! HE'S SITTING IN HIS CHAIR AND DOING A JIGSAW! I'M LOOKING AT HIM RIGHT NOW!

OH, MY GOD.

WHAT?

HIT THE ALARMS!

EEEEEOOOOOWEEEEEOOOOOWEEEEEOOOOOWEEEEEOOOOOWEEEEEOOOOOWEEEEEOOOOOWEEEE

YOU *CRETINS.* I THOUGHT YOU SAID YOU HAD THIS *COVERED.*

OH, SHUT UP AND STOP *COMPLAINING,* OSBORN.

JUST GET ME OUT OF THESE CUFFS SO I CAN *RUN* PROPERLY.

AFTER YOU SHOW ME WHERE YOU GOT *AUNT MAY* LOCKED UP, SMART-GUY.

HEY!

WHO THE HECK ARE *YOU?*

AW, GREAT...

GUYS! LISTEN UP! IT'S JODIE DOWN IN *DELTA TUNNEL!* TELL THE C.O.S I GOT THE BREAK-OUTS! THEY'RE STANDING RIGHT HERE IN--

RRRRRR--

HUHHNN!!

OSBORN!

FELICIA! GET *AFTER* HIM!

OH, MAN. LET ME SEE. LET ME TAKE A LOOK AT YOU HERE. CAN YOU *TALK?* CAN YOU *BREATHE* OKAY?

JUST DON'T TRY TO MOVE AND I'LL RADIO FOR--

FREEZE!

HE'S OKAY! I THINK HE JUST BROKE A COUPLE OF--

Stupid.

Not *THINKING* straight.

Head's been full of cotton buds since Aunt May disappeared, but that was *WAY* too close.

JEEZUS! GET A *MEDICAL* TEAM DOWN HERE!

GUYS, THIS IS TRAYNOR DOWN IN DELTA! CLOSE OFF THE EXIT *NOW* BEFORE THEY HIT THE *OPEN WATER!*

Too late.

KUHH!

Got their choppers out faster than expected, but they still don't have a prayer.

I'll be three miles upriver before they even get their ***BEARINGS.***

FELICIA. Oh, my God...

Relax, Parker. Have a little ***FAITH.*** She's been doing this for years and Osborn had both hands tied behind his back, right?

She isn't stupid enough to let him get away.

Stay down among the trash. Don't look up at the light. Just let them comb the bay and move on. It's all going accordingto plan.

Just meet Osborn and Felicia where you ***SAID*** you would and he'll take you straight to Aunt May.

It was a risk I had to ***TAKE,*** Uncle Ben. Please don't be--

What the--?

Oh, my God.

Oh, my God.

Oh, my God.

WHAT'S THE *MATTER*, SPIDER-MAN? SWALLOW A LITTLE *WATER?*

HYDRO-MAN... YOU *IDIOT.*

WHAT ARE YOU DOING HERE...?

MAKING FIFTY GRAND AN HOUR, MORON. JUST LIKE *THE SANDMAN'S* MAKIN' FOR THIS LITTLE *SHINDIG.*

I'M *SORRY*, BABY. ONE OF THEM I COULD HAVE TAKEN ON MY OWN, BUT...

OH, *PLEASE*, FELICIA. SPARE ME.

OH, MY *GOD!*

YOU KNOW *YOUR* TROUBLE, SPIDER-MAN? YOU ALWAYS THINK THE *BEST* OF PEOPLE.

YOU ALWAYS THINK THAT EVERYONE IS JUST AS NICE AS *YOU* ARE.

IS YOUR HEAD THIS MUCH OF A *MESS* RIGHT NOW? DID YOU REALLY THINK I WOULDN'T HAVE A *DOUBLE-CROSS* PREPARED?

YOUR MISSING PERSON'S GOING TO STARVE TO DEATH, BOY. A MONTH FROM NOW SHE'LL BE A BAG OF BONES AND THE SAME GOES FOR THAT PRETTY LITTLE MISSUS.

THERE'S ALWAYS A PLAN WITHIN A PLAN WITHIN A PLAN WHEN YOU'RE UP AGAINST THE *GOBLIN,* INSECT. DID YOU REALLY THINK I'D LET YOU *GET AWAY* WITH THROWING ME IN JAIL?

OSBORN, *PLEASE.* I KEPT UP *MY* END OF THE BARGAIN...YOU'D BE *DEAD* IF I HADN'T BROKEN YOU LOOSE...

AND I *APPRECIATE* THAT, I REALLY DO. BUT I ALSO HAVE MY SUPER-CRIMINAL *REPUTATION* TO THINK OF...

...AND IT TICKLES ME TO THINK THAT THE LAST THING YOU DID BEFORE YOU DIED WAS *BREAK THE LAW* ON MY *BEHALF.*

THAT'S JUST *TOO FUNNY* FOR *WORDS.*

WHAT ARE YOU *WAITING* FOR, BOYS? SHOW HIM WHO HE'S GOING TO BE *TANGLING* WITH WHILE I'M DANCING WITH HIS *WIFE.*

Oh, no. This isn't happening.

All I wanted was Aunt May back safe and sound. Just this once I thought he'd keep his word. Just this *ONCE.*

His stupid *LIFE* was in danger...

TELL HIM WHAT YOU *CALLED US,* GOBLIN. TELL HIM ABOUT THIS *COOL NAME* YOU MADE UP FOR EVERYBODY.

WELL, I THOUGHT *THE SINISTER TWELVE* HAD A CERTAIN *CURIOUS APPEAL.*

JUST A SHAME *THE SCORPION* NEVER APPEARED.

YOU GOTTA BE KIDDING ME, NORMAN. I JUST GOT HELD UP--

SCORPION?

THIS IS SPIDER-MAN'S LAST STAND, RIGHT?

I WOULDN'T HAVE MISSED THAT FOR THE WORLD.

MARVEL KNIGHTS SPIDER-MAN #11

TERRY DODSON, RACHEL DODSON & LAURA MARTIN

THE LAST STAND

PART THREE OF FOUR

SCORPION? IS THAT YOU?

I'M NOT THE SCORRION ANYMORE, NORMAN. I'M VENOM. THE NEW VENOM. HOW DO YOU LIKE THE ALIEN SUIT? ISN'T THIS INCREDIBLE?

WHAT?

NO, IT'S *NOT* INCREDIBLE. THIS WASN'T PART OF THE *PLAN*, GARGAN. THE PLAN WAS THAT YOU'D BE WEARING THE NEW *SCORPION* SUIT I'D PUT ALL THAT TIME AND EFFORT INTO.

I ARRANGE THESE PLOTS IN *PHENOMENAL DETAIL* AND *YOU* BECOMING VENOM PLAYED NO PART IN MY *EQUATIONS*.

NORMAN, LISTEN. I'VE GOTTA SAY, I THINK YOU'RE *COMPLETELY* OVERREACTING HERE. ALL I'VE DONE IS MAKE MYSELF MORE *POWERFUL*. THIS CAN ONLY BE *GOOD* FOR WHAT YOU GOT PLANNED.

REALLY? YOU REALLY *THINK* SO? OH, WELL. THAT'S *FINE* THEN, *ISN'T* IT?

MORON.

IT'S NOT THE FACT THAT YOU'RE *WRONG* HERE, GARGAN. IT'S THE FACT THAT YOU *DEFIED* ME.

WE'LL DISCUSS THIS *FURTHER* ONCE I'VE MURDERED SPIDER-MAN'S PRETTY LITTLE *WIFE*.

NORMAN, FOR GOD'S SAKE...

Everyone's distracted. There's never going to be a better time...

HIT THEM, FELICIA! NOW!

Make it *COUNT*, baby.

NGH!

This isn't just about Aunt May anymore. He's going to kill Mary Jane. Gut her? Shoot her? Toss her off a building? He's going to kill Mary Jane just like he killed ***GWEN.***

OH GOD, WOULD SOMEBODY JUST *HIT* THIS CLOWN?

RELAX, CHAMELEON. I'M ON IT.

NO!

DON'T EVEN *THINK* ABOUT IT, HONEY.

AIGNH!

MAX! WHAT THE HELL ARE YOU DOING? YOU WERE SUPPOSED TO LEAVE BLACK CAT TO *ME*.

WE TALKED ABOUT THIS ALL THE WAY HERE, YOU IDIOT. THIS WAS MY BIG REVENGE FOR WHAT SHE DID TO MY FACE.

OKAY, SO WE SIT TIGHT UNTIL SHE COMES AROUND AND THEN YOU GET YOUR BIG REVENGE, ADRIAN. NO NEED TO HAVE A HEART ATTACK, MAN.

THAT'S NOT THE POINT. SHE COULD BE BRAIN-DAMAGED AFTER A CHARGE LIKE THAT. WHERE'S THE FUN IN MESSING HER UP IF SHE'S ALREADY FRIGGIN' ***BRAIN-DAMAGED?***

SO TAKE IT OUT ON ***SPIDER-MAN,*** VULTURE. HE'S THE ONE WHO LOST ALL YOUR GRANDSON'S ***MONEY.*** HE'S THE ONE YOU SHOULD BE ***ANGRY*** WITH.

YEAH. GOOD POINT, SHOCKER. DAMN GOOD POINT.

GONNA HAVE TO WAIT YOUR ***TURN,*** OLD MAN. I BEEN LOOKING FORWARD TO THIS SINCE THAT WISE GUY BROKE MY NOSE DURING DOC OCK'S ***SWEET NUPTIALS*** A FEW YEARS BACK.

I WANNA REMIND HIM ABOUT THAT ***MUNITIONS SHED*** THING. HURT LIKE ***HELL*** WHEN THAT PLACE WENT UP...

HEAR THAT, SPIDER-MAN? THEY ALL WANT A PIECE OF YOU NOW. AND YOU KNOW WHAT? THEY'RE GONNA ***GET*** IT.

WE'RE GONNA CARVE OUR NAMES IN YOUR ***CORPSE*** AND HANG IT FROM THE NEAREST ***FLAGPOLE.***

YOU'VE NO IDEA HOW GOOD IT FEELS HAVING THE SYMBIOTE INSIDE ME. ALL THOSE YEARS OF BEING B-LIST GAVE ME ENOUGH PAIN AND RESENTMENT TO FEED THIS BEAST FOR A LIFETIME.

TELL HIM WHAT WE'RE GONNA DO TO HIM, GARGAN. TELL HIM WHAT'S GONNA HAPPEN TO HIM, HUH?

YOU'RE GONNA DIE TONIGHT, SPIDER-MAN. OSBORN'S ORDERS.

RIGHT HERE. RIGHT NOW. AND YOU KNOW WHAT? THAT SKANKY REDHEAD BACK HOME'S GONNA DIE TONIGHT TOO.

OSBORN'S WANTED A CRACK AT HER FOR A LONG TIME...

HOLY--

SHUT UP!

I'm dead.

I'm already lying on that mortuary slab. My name's in the paper. Peter Parker was Spider-Man. Someone is already chiselling my epitaph on a gravestone.

UNH!

I'm dead and buried and the only real DIFFERENCE I can make is how many of these punks I can take down before they FINISH me.

This was never going to end well. I knew that the second I first stood in front of the bedroom mirror in the costume.

There's no handshake or gold watch. Just a bullet out of nowhere that's ***LUCKIER*** than the rest.

Oh, God. I'm sorry, Aunt May. I'm sorry, MJ. All I ever wanted was to make things right, but I've ended up doing the one thing that scared me ***MOST***...

You're both going to ***DIE*** and it's all my ***FAULT***.

ON MY ***MARK***, LADIES AND GENTLEMEN--

I've let everybody ***DOWN*** again.

I always knew it would be messy, but not this ***NASTY***.

Out here behind the warehouses with the old men and the freaks just giggling and laughing. The smell of fish and sand, lunatics screeching as they...

This was never going to be the kind of job you could ever just ***WALK AWAY*** from.

TAKE 'EM *DOWN.*

Iron Man?

Daredevil?

The Thing?

Captain America?

What the heck's *GOING ON* here?

How did they even know where Osborn was *MEETING* me?

UNGH!

I'M *SORRY*, PETER. SO *SORRY* FOR GETTING YOU IN *TROUBLE* LIKE THIS...

...BUT I HAD TO CALL *S.H.I.E.L.D.* AND LET THEM KNOW WHAT WAS HAPPENING OUT THERE. I JUST *KNOW* OSBORN'S GONNA SCREW YOU OVER HERE. I JUST *KNOW* IT.

CLEVER GIRL.

JEEZUS!

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CAP, I'VE GOTTA GO... I'VE GOTTA GET *OUT* OF HERE...THE GOBLIN'S GOING TO KILL MY *WIFE* IF I DON'T...

STOP TALKING AND *GO*, SPIDER-MAN. WE'VE GOT THESE CREEPS UNDER CONTROL AND *S.H.I.E.L.D.* SHOULD BE HERE ANY MINUTE.

HEADS UP, HONEY--THAT FREAKY KISSER A' YOURS IS JUST ABOUT TO GET A LITTLE *UGLIER!*

MJ, I know you were ***BEHIND*** this somehow. I know you must have made the call that saved our bacon and I ***PROMISE*** you, sweetheart...

...I won't let you down. I won't let him ***HURT*** you.

University Heights becomes Grand Concourse and Grand Concourse becomes the South Bronx. My hands and feet slap against every high-rise in Manhattan, but it's ***STILL*** not fast enough.

I have to keep moving...

Got to get back home and pray I ***MAKE IT*** in time...

AAGH!

GARGAN.

Where the hell did ***HE*** come from?

LUCKY FOR YOU SOMEONE MADE THAT CALL, SPIDER-MAN.

WHAT THE HELL ARE YOU ANYWAY? A CAT STUCK IN A TREE? WHAT KINDA SUPER HERO ENDS UP NEEDING RESCUE?

JEEZUS!

MAN, YOU CAN'T EVEN PROTECT YOUR OWN FAMILY. YOU MUST BE THE WORST SUPER HERO EVER.

AGH!

BEHIND ME, HONEY! CALL THE COPS!

Oh, dear God...

HAHAHAHA!

DOWN!

Bullets stream over and he's chuckling like a girl. That weird double-sound when they talk through the suit. Like somebody yelling into a LOUDSPEAKER...

OOH, YOU'RE GETTING ANGRY, HUH? ANGRY 'CUZ I'M WASTING YOUR TIME WHEN YOU SHOULD BE OUT THERE LOOKING AFTER MARY JANE...

What's he DOING?

Suit's firing out in a hundred different directions...

I'M NOT HERE TO KILL YOU, SPIDER-MAN. I'M JUST HERE TO HOLD YOU BACK WHILE OSBORN TAKES YOUR LIFE APART.

Oh, my God. One big TWIST and he'll pull this whole...

All those PEOPLE down there...

Surely he wouldn't...

IT'S SHOWTIME, SUPER HERO!

Oh dear Lord...

Don't listen to him. Don't listen to what he's saying. Just spray.

SPRAY.

From one end of the street to the other.

Just hit those pads and SPRAY like crazy, Parker.

MOTHER OF MERCY...

WAY TO GO, SPIDER-MAN!

YOU THE MAN, DUDE! YOU THE FRIGGIN' MAN!

NOW LET'S SEE YOU KICK THIS PUNK'S @$$, HUH?

SOUNDS LIKE A *PLAN.*

He's spitting out what Norman's doing, but I'm not even listening. He's telling me the people I've watched die could have a cemetery to themselves, but the words barely register.

He's just a B-List punk who's got a shot at the *BIG-TIME* here. A lackey of The Goblin that suddenly thinks he's got a chance in the *MAJOR LEAGUES*...

But I've got *NEWS* for you, man...

MISSED!

A loser dressed like *VENOM* is still a freakin' *LOSER.*

OH @!**

Time to get SQUISHED, Scorpion!

Aunt May. Mary Jane. Aunt May. Mary Jane. Got to take a SECOND first. Got to make sure no one else got HURT.

YOU GUYS OKAY?

SURE, SPIDER-MAN. YOU SAVED US. THAT WAS AWESOME, DUDE. GREATEST THING I EVER SAW IN MY LIFE.

Don't stand around. No time to talk. Leave Gargan for the cops. Got to get back home and pray to God Osborn hasn't done much DAMAGE yet...

RIKER'S ISLAND PENITENTIARY:

WHAT THE HELL'S GOING ON OUT THERE?

IT'S OSBORN. HE'S ESCAPED. TWO GUYS JUST BROKE HIM OUT AND THE WHOLE PLACE HAS GONE INTO LOCKDOWN.

SO WHAT DO WE DO ABOUT OTTO OCTAVIUS? HE'S PRIMED TO *GO OFF* THIS TIME TOMORROW NIGHT...

OSBORN?

HOLY MOTHER OF JEEZUS...!

ESCAPED?

OH MY GOD! HOLD HIM DOWN AND HIT HIM WITH ANOTHER FIFTY MILLS! *QUICKLY!*

RELAX! HE'S LOADED! I SHOT HIM UP WITH A HUNDRED, JUST TO BE SURE, BUT WHAT THE HELL WERE YOU *THINKING* COMING IN SHOOTING YOUR *MOUTH* OFF LIKE THAT?

HE ASKED WHAT WAS UP AND I TOLD HIM, MAN. I THOUGHT DOC OCK WAS SUPPOSED TO BE UNDER CONTROL, *ANYWAY.*

IT'S NOT THAT SIMPLE. HE'S BEEN PROGRAMMED WITH A MISSION, BUT IT'S ALL ABOUT THE *BALANCE.* WE DON'T WANT HIM SO DOPED UP HE CAN'T REMEMBER HIS *NAME.*

JUST BE GLAD WE DON'T PUT YOU ON *REPORT* FOR THIS, MULLIGAN. COMING IN HERE AND...

OSBORN *ESCAPING?* OH, THAT WON'T DO *AT ALL...*

THIS REQUIRES A PLAN WITH SOME SERIOUS *LEGS.*

Apartment's empty. No sign of a struggle. Is she dead? Did he *KILL* her? Keep a clear head, Parker. No use to anyone if you're freaking out. Just close your eyes and trust your instincts...

...just like you did when he disappeared with *GWEN.*

Why are you *PUSHING* me like this, Osborn?

You're raising the game to a level I just can't *HANDLE* here...

MARY JANE?

LOOK FAMILIAR, MISTER PARKER?

MARVEL KNIGHTS SPIDER-MAN #12
TERRY DODSON, RACHEL DODSON & LAURA MARTIN

THE LAST STAND

PART FOUR OF FOUR

THINK YOU'LL MISS *MARY JANE* AS MUCH AS YOU'VE MISSED *GWEN*, SPIDER-MAN?

I PICKED A *NEW* BRIDGE JUST FOR *HER*, YOU KNOW.

OSBORN, PLEASE. YOU'RE FIFTY-FIVE YEARS OLD.

THIS IS INSANE.

YOU'RE A FIFTY-FIVE YEAR OLD MAN.

SAYS THE HIGH-SCHOOL TEACHER WHO DRESSES UP LIKE A SPIDER EVERY NIGHT.

I ALWAYS THOUGHT YOU'D AMOUNT TO SO MUCH MORE THAN THIS, PETER. YOU INVENTED WEB-FLUID WHEN YOU WERE A TEENAGER, FOR HEAVEN'S SAKE.

ALL THOSE BRAINS GOING TO WASTE ON THESE ADOLESCENT BRAWLS.

WHAT ARE YOU TALKING ABOUT? YOU'RE TWICE AS SMART AS I AM.

YOU COULD HAVE CURED CANCER BY NOW IF YOU HADN'T WASTED YOUR TIME WITH THIS GREEN GOBLIN CRAP!

AH, BUT THAT'S THE DIFFERENCE BETWEEN YOU AND ME, PARKER--

THE DIFFERENCE IS THAT I DON'T GIVE A RAT'S ASS.

YOU'VE ALREADY KILLED *AUNT MAY*, OSBORN. ISN'T THAT *ENOUGH?*

OH, YE OF LITTLE FAITH: AUNT MAY'S JUST BEEN ANAESTHETIZED AND SLEEPING IN HER OWN *MESS* FOR THE LAST FEW MONTHS.

OF COURSE, SHE'LL RUN OUT OF DRUGS IN FORTY-FIVE MINUTES AND CHOKE ON HER OWN VOMIT, BUT SHE'S HARDLY DOWN AMONG THE DEAD MEN *YET*, YOUNG SIR.

TICK-TOCK. TICK-TOCK. THE STAKES ARE ESPECIALLY HIGH *TONIGHT*, SPIDER-MAN, BUT YOU ONLY HAVE YOURSELF TO BLAME.

YOU SHOULDN'T HAVE RAISED THE STAKES AND HAD ME *CAPTURED* AFTER ALL THESE YEARS. ANYTHING THAT HAPPENS NOW IS ENTIRELY *SELF-INFLICTED.*

WHAT DO I HAVE TO DO?

PICK UP EXACTLY WHERE WE LEFT OFF AFTER I ESCAPED FROM *CAGE*, OF COURSE: YOU FORFEITING YOUR OWN LIFE IN EXCHANGE FOR THE LIFE OF AN INNOCENT.

WHY? WHAT'S THE *POINT?*

WHAT'S THE *POINT* OF ALL THIS, NORMAN?

BECAUSE HEROES NEED VILLAINS TO KEEP THEM IN *CHECK*, PETER. OTHERWISE, YOU END UP WITH *ANT-MAN* RUNNING THE *FEDERAL RESERVE.*

WHY DO YOU THINK I GAVE ALL THOSE WITLESS GOONS A *FACE-LIFT?* WHY DO YOU THINK I HELPED TO INSTALL *THE OWL* WHERE THE *KINGPIN* USED TO SIT?

WHAT?
WHAT ARE YOU LOOKING AT?

OCTAVIUS! NO!!

UNGH!

Mary Jane--

KILL NORMAN OSBORN. KILL NORMAN OSBORN BY MIDNIGHT TONIGHT...

Doc Ock's brainwashed. Moving like he's fighting underwater. Doesn't stand a chance against the Goblin while Norman's in such unbelievable *FORM*.

OH, SHUT UP AND *DIE*, IDIOT. YOU'RE ONLY MAKING A *FOOL* OF YOURSELF.

OSBORN!

WHUH--?

STOP LAUGHING.

SNAK!

He tells me it cost him a ***THOUSAND BUCKS.*** A thousand bucks to some down-at-the-heel mystic to stop the psychics from locating Aunt May's ***WHEREABOUTS.***

I'll never find her, he chokes and snorts. No matter how hard I hit him, he'll never tell me where she is in time for me to ***SAVE*** her.

PETER?

WHAT'S HAPPENING? WHERE DID HE--?

PETER!!

OH, PAY ATTENTION, PARKER!

THIS IS A *BIG ONE* TONIGHT-- ONE OF THOSE *EPIC* FIGHTS WHERE *SOMEBODY DIES*--AND TONIGHT THAT SOMEBODY'S DEAR, OLD *MAY*.

IT DOESN'T *MATTER* WHO WINS HERE. YOU KNOW I'LL ONLY *RISE FROM THE GRAVE* AND WASTE YOUR TIME JUST LIKE SUPER-VILLAINS ARE *SUPPOSED* TO DO.

EITHER ME OR SOME CHEAP KNOCK-OFF WILL COME BACK AND HAUNT YOU AND STOP YOU DOING ANYTHING *USEFUL* WITH YOUR LIFE.

HEY, GENIUS!

WHA--?

BANG! BANG!

EAT THIS--

--*AAOOWW!*

PETER!

MARY JANE!

PEEEETERRR!!

Adrenal rush. Blood pumps straight into my eyeballs...

Gwen, Mary Jane. Gwen, Mary Jane.

Played this over in my head a million times. The ***SINGLE STRAND*** is what snapped Gwen's neck. Just not enough support. Oh, God make it work.

You've dreamt about this every single night, Parker. Just make it ***WORK*** this time. Hit every major joint. Don't take any ***CHANCES***...

You can't afford to ***SCREW THIS UP*** again...

PETER!!!

Oh, thank God.

YOU THINK YOU'RE GETTING A HAPPY ENDING HERE, PARKER? YOU THINK I HAVEN'T GOT A *MILLION* PLANS AND COUNTER-PLANS?

THIRTY-ONE MINUTES AND MAY PARKER RUNS OUT OF *OXYGEN,* INSECT. I'M TAKING A *BITE* OUT OF YOUR LIFE TONIGHT *NO MATTER WHAT.*

NORMAN, SHUT UP.

YOU WON'T *BELIEVE* HOW MUCH THIS HURTS!

OSBORN! GOT TO KILL OSBORN!

OCTAVIUS! WHAT ARE YOU DOING? RELEASE ME THIS INSTANT!

GOT TO...

I'LL BURY THIS THING IN YOUR HEAD, YOU FAT...!

OSBORN!

WE ARE NEVER DOING THIS AGAIN, YOU HEAR ME? TONIGHT THIS ALL STOPS. WE ARE *NEVER* DOING THIS AGAIN.

WHAT ABOUT *MAY?*

DID YOU--?

I FAILED, MJ. THIRTY MINUTES AND SHE'LL BE *DEAD.* THIRTY MINUTES, BUT SHE COULD BE ANYWHERE IN THE *CITY.*

HE'S GOT EVERY BASE *COVERED,* THE LOUSY--

WHAT?

I KNOW WHERE SHE *IS!*

WHAT?

STAY HERE!

THE POLICE ARE ON THEIR WAY!

There was *NEW TURF* over the grave. Why was there new turf all over Uncle Ben's grave if they were just replacing a *HEADSTONE?*

"I think you've buried *ENOUGH* friends, Spider-Man."

That vision *MARVEL GIRL* had. What if she was just *OFF BASE?* What if she just couldn't get a picture and the tombstone she saw didn't mean Aunt May was dead?

Osborn said he had someone shield her whereabouts. What if this was just where he was *HOLDING* her?

"...enough dead friends to fill a cemetery by *YOURSELF.*"

Oh dear God...

"May's just been anaesthetized and sleeping in her own mess for the last few months."

Why not? Osborn's one of the world's leading biochemists.

"She'll run out of drugs in forty-five minutes and choke on her own vomit..."

Osborn, you're a *MONSTER.*

"Tick-Tock. Tick-Tock."

"...she's hardly down among the dead men, young sir."

"Down among the *DEAD* men..."

AUNT MAY...?

I'll kill you for this, Osborn. I swear I'll--

Chemical stench. Just closed her whole system down.

But she's so OLD. So FRAIL--

NO WAY she's going to come through this.

Got to find a pulse.

She's DEAD, Parker. Even Osborn couldn't have kept her sleeping all this time without--

GOT TO FIND A PULSE.

NO!!!

HUKKK--

KKUWW--

KAFF!

PETER?

LUCKY, Parker. LUCKY little fool...

Doctor Octopus was lucky too. Fished out of the river, half-drowned and stinking of brine. The cops pressed him for answers, but he was missing *TWO ENTIRE MONTHS.*

Naturally, the Goblin's body would never be recovered no matter *HOW* many times they trawled.

Black Cat woke up in a private room at the Beth Israel Memorial. She was checked in under the name *JULIE NEWMAR* and we both had a chuckle at the doctors' little gag.

I never noticed how alone she was until I realized there was nobody I could call and she made me promise to look after those smelly cats in that big, empty apartment of hers.

I hung around for an hour and a half, trying to cheer her up with my repertoire of bad jokes, but the grateful look in her eyes as she laughed and giggled just made me want to cry.

How could I have missed what Mary Jane and Norman Osborn and *EVERYONE ELSE* so blatantly saw? How could I have failed to notice that Felicia was still smitten as a kitten?

Mac Gargan had stopped calling himself The Scorpion and wanted ***VENOM*** inscripted on his door when things came full circle and they locked him up in Osborn's old cell.

"I'll never tell," he promised me in that double-barrelled voice...

WHY SHOULD I SHARE THE ONLY STICK I'LL EVER HAVE TO ***BEAT*** YOU WITH, PARKER?

But nature abhors a vacuum and I can't stop thinking about the secret Gargan told me: How, after a while, these new villains just appear through sheer physical ***MOMENTUM***...

LOT EIGHTEEN IS THE COSTUME, NAME AND POWERS OF MISTER ***MAC GARGAN***, LADIES AND GENTLEMEN.

WHAT AM I BID, MY FRIENDS? WHAT SHOULD BE OUR OPENING BID FOR THE CHANCE TO BE ***THE NEW SCORPION?***

On the ***PLUS SIDE***, of course, the *Daily Bugle* has been giving me a lot of ***GOOD PRESS*** lately...

SPIDER-MAN SAVES NY FROM NEW VENOM

DAMN RIGHT THIS ***AIN'T*** A PUBLICITY STUNT, TOOTS! J. JONAH JAMESON HAS JUST SEEN THE ERROR OF HIS WAYS AND WANTS TO GIVE NEW YORK'S GREATEST HERO THE ***HEADLINES*** HE ***DESERVES!***

AS OF THIS MOMENT IN TIME, OUR PAPER ***BACKS*** SPIDER-MAN EVERY CHANCE WE ***GET!*** ***RIGHT***, JOHN-JOHN?

WHATEVER YOU ***SAY***, POPS.

WHATEVER YOU ***SAY***.

INSIDE FLIGHT

...not that any of this has lifted my ***MOOD.***

MARY JANE *TOLD* ME I'D FIND YOU HERE. SHE SAID YOU ALWAYS COME DOWN TO THE BRIDGE WHEN YOU HAVE A LOT ON YOUR MIND.

DID YOU HEAR ABOUT THE HOUSE? THE GENTLEMAN WHO BOUGHT IT SAID I COULD RENT THE PLACE FOR NEXT TO *NOTHING*, PETER.

CAN YOU BELIEVE IT LAY EMPTY ALL THOSE MONTHS AND NOBODY WANTED TO LIVE IN IT? HONESTLY, AS IF A LITTLE *DAMPNESS* IS GOING TO KILL ANYONE...

AND, OF COURSE, SELLING THAT FANCY *MANHATTAN APARTMENT* CLEARS ALL YOUR DEBTS AND EVEN LEAVES A LITTLE MONEY TO SPARE.

IT'S ASTONISHING HOW MUCH THE PRICE OF PROPERTY GOES UP IN SUCH A SHORT TIME THESE DAYS. THAT NICE BROKER WITH THE *CROHN'S DISEASE* IS GOING TO HELP MARY JANE INVEST IT *WISELY* THIS...

PETER? WHAT'S WRONG?

I'M SORRY, AUNT MAY. YOU JUST SHOULDN'T BE LIVING IN A RAMSHACKLE OLD HOUSE WHERE THE INSIDE OF THE WINDOWS STILL *FROST UP* IN THE WINTER.

I SHOULD BE *LOOKING AFTER* YOU. I SHOULD BE MAKING *MORE MONEY* THAN THIS. I WAS *SUPPOSED* TO BE *SMART*...

OH, BUT YOU *ARE* SMART, PETER. YOU'RE THE *SMARTEST BOY* I'VE EVER *MET.*

AND YOU'RE DOING A JOB THAT MEANS A LOT MORE THAN *MAKING MONEY.* YOU'RE SHAPING CHILDREN'S *FUTURES* IN THAT SCHOOL...

...NOT TO MENTION WHAT YOU DO AS *SPIDER-MAN* EVERY NIGHT.

ALL SPIDER-MAN DOES IS *SELL NEWSPAPERS,* AUNT MAY. OSBORN SAID IT HIMSELF...IT'S JUST A WAY OF MAKING SURE I DON'T DO ANYTHING OF ANY *REAL* SIGNIFICANCE.

PETER, YOU SAVE LIVES *EVERY DAY.*

HAVE YOU ANY IDEA HOW MANY *PEOPLE* YOU'VE SAVED AS SPIDER-MAN? I LOOKED IT UP ON THE INTERNET AND IT WAS OVER *TEN THOUSAND.*

TEN THOUSAND PEOPLE *DIRECTLY,* PETER. THAT'S NOT EVEN COUNTING ALL THE *BOMBS* YOU'VE DEACTIVATED OR THE THINGS YOU'VE DONE WITH THE AVENGERS OR THE FANTASTIC FOUR.

ON WHAT PLANET IS ANY OF THAT *INSIGNIFICANT?*

IF IT WASN'T FOR SPIDER-MAN YOU'D NEVER HAVE BEEN *KIDNAPPED,* AUNT MAY. I JUST CAN'T RISK ANYTHING LIKE THAT EVER HAPPENING AGAIN...

AND IF IT WASN'T FOR SPIDER-MAN I'D NEVER HAVE BEEN *RESCUED.*

DON'T LET OSBORN GET HIS FINGERS IN YOUR MIND. HE'S A HORRIBLE, DREADFUL PERSON AND THE ONLY THING HE *LIVES* FOR IS MAKING YOU FEEL *BAD* ABOUT YOURSELF.

HERE... I BROUGHT YOU A LITTLE GIFT...

WHAT'S THIS?

SOMETHING WARM TO WEAR UNDER YOUR CLOTHES WITH ALL THIS *BAD WEATHER* NEW YORK'S BEEN HAVING LATELY.

NOW COME ALONG HOME AND STOP BEING SILLY. MARY JANE *SAID* YOU THROW A HISSY-FIT ABOUT THIS JOB EVERY COUPLE OF YEARS, BUT YOU EVENTUALLY *SEE SENSE* AGAIN.

I'VE GOT YOUR FAVORITE *WHEATCAKES* IN THE OVEN AND THEY SHOULD BE JUST ABOUT *DONE* BY NOW.

My Dear Peter,

If you're reading this, it can only mean that I have failed in my latest endeavor and so I wish to offer my most heartfelt congratulations.

Obviously, this is one of several letters I had prepared and you have my word as an old friend that the assistant mailing this has no idea about the rather remarkable SECRET we both share.

I want to thank you for what I assume was both a fair and exciting battle and assure you that you can enjoy a period of relaxation regardless of whether I have survived or not.

It must be stressed that these fights are by no means a sign of any real enmity. On the contrary, I hold you in enormous regard and am always grateful for your attentions.

Were it not for you, I would be just another boring BUSINESSMAN running another boring CHEMICAL-MANUFACTURING BUSINESS.

Your intelligence and resourcefulness has given my life both structure and meaning and I apologize for any doubts I have placed in your mind as a result of our latest meeting.

As you know, your marriage, your reputation and your your passion for preserving the status quo are all very important to me and I can only hope that no seeds of doubt or uselessness have been planted in any way.

Take care and sleep well. I shall keep you in my prayers and trust that you shall always keep me in yours.

Forever,
Norman

1 Osborn Way
New York, NY 10022

MR. PETER PARKER
76 TITO WAY Apt. 8B
NEW YORK, NY 10018

END

PETER PARKER'S WORST NIGHTMARE HAS COME TRUE!

One of Spider-Man's enemies has learned his secret identity and is using that knowledge to strike at Peter's family. Now, his Aunt May has been kidnapped — and his wife, Mary Jane, may be next. Forced into a personal battle against a mysterious foe devious enough to ensnare him in a vicious game of cat-and-mouse, Spider-Man must battle more than a dozen of his deadliest enemies to rescue his aunt. With the clock rapidly ticking down, will Spider-Man earn his greatest triumph or suffer his greatest defeat? In a spellbinding story superbly illustrated by fan-favorite artists Terry Dodson and Frank Cho, best-selling writer Mark Millar presents his definitive take on Marvel's greatest hero — reinterpreting classic Spider-Man foes such as Dr. Octopus and the Vulture, and introducing an all-new Venom!

MARVEL

T+

Collecting *Marvel Knights Spider-Man #1-12.*